



Announcement Summary

Entity name

NATIVE MINERAL RESOURCES HOLDINGS LIMITED

Date of this announcement

Wednesday February 23, 2022

The +securities the subject of this notification are:

+Securities issued under an +employee incentive scheme that are subject to a restriction on transfer and are not being quoted on ASX until the restriction ends

Total number of +securities to be issued/transferred

| ASX +security code | Security description | Total number of +securities to be issued/transferred | Issue date |
|----------------------------------|---|--|------------|
| New class - code to be confirmed | FY22 STI Unlisted Options Expiring 30-Jun-22 | 5,500,000 | 23/02/2022 |
| New class - code to be confirmed | FY22-24 LTI Unlisted Options Expiring 30-Jun-24 | 8,250,000 | 23/02/2022 |

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

NATIVE MINERAL RESOURCES HOLDINGS LIMITED

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

ABN

Registration number

93643293716

1.3 ASX issuer code

NMR

1.4 The announcement is

New announcement

1.5 Date of this announcement

23/2/2022

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Part 2 - Issue details

2.1 The +securities the subject of this notification are:

+Securities issued under an +employee incentive scheme that are subject to a restriction on transfer and are not being quoted on ASX until the restriction ends

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

does not have an existing ASX security code ("new class")

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Part 3C - number and type of +securities the subject of this notification (new class) where issue has not previously been notified to ASX in an Appendix 3B

New +securities issued under an +employee incentive scheme

ASX +security code

New class - code to be confirmed

+Security description

FY22 STI Unlisted Options Expiring 30-Jun-22

+Security type

Options

ISIN code

Date the +securities the subject of this notification were issued

23/2/2022

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

Yes

Were any of the +securities issued to +key management personnel (KMP) or an +associate?

Yes

Provide details of the KMP or +associates being issued +securities.

| Name of KMP | Name of registered holder | Number of +securities |
|---------------|---------------------------|-----------------------|
| Blake Cannavo | Same | 3,500,000 |
| Blake Cannavo | Miss Belinda Susan Rodger | 2,000,000 |

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

No

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

The material terms of the FY22 STI Unlisted Options were describe in the Notice of Meeting for the 2021 Annual General Meeting (<https://www.asx.com.au/asxpdf/20211231/pdf/454ns2lky7zfgl.pdf>). The options were issued under the Executive Incentive Plan, the rules of the plan were attached to the Notice of Meeting for the 2021 Annual General Meeting.

Options Details

| +Security currency | Exercise price | Expiry date |
|-------------------------|----------------|-------------|
| AUD - Australian Dollar | AUD 0.06000000 | 30/6/2022 |

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

Other

**Description**

NMR: Fully Paid Ordinary Shares

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

The material terms of the FY22 STI Unlisted Options were describe in the Notice of Meeting for the 2021 Annual General Meeting (<https://www.asx.com.au/asxpdf/20211231/pdf/454ns2lky7zfgl.pdf>).

Any other information the entity wishes to provide about the +securities the subject of this notification

The issue of the FY22 STI Unlisted Options was approved by Shareholders for the purposes of ASX listing rule 10.14 and 7.2 (Exception 14), at the 2021 Annual General Meeting held on 31 January 2022.

Issue details

Number of +securities

5,500,000

New +securities issued under an +employee incentive scheme**ASX +security code**

New class - code to be confirmed

+Security description

FY22-24 LTI Unlisted Options Expiring 30-Jun-24

+Security type

Options

ISIN code**Date the +securities the subject of this notification were issued**

23/2/2022

Will all the +securities issued in this class rank equally in all respects from their issue date? Yes**Were any of the +securities issued to +key management personnel (KMP) or an +associate?** Yes**Provide details of the KMP or +associates being issued +securities.****Name of KMP**

Blake Cannavo

Name of registered holder

Same

Number of +securities

8,250,000



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

No

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

The material terms of the FY22-24 LTI Unlisted Options were describe in the Notice of Meeting for the 2021 Annual General Meeting (<https://www.asx.com.au/asxpdf/20211231/pdf/454ns2lky7zfgl.pdf>). The options were issued under the Executive Incentive Plan, the rules of the plan were attached to the Notice of Meeting for the 2021 Annual General Meeting.

Options Details

| +Security currency | Exercise price | Expiry date |
|-------------------------|----------------|-------------|
| AUD - Australian Dollar | AUD 0.08000000 | 30/6/2024 |

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

Other

Description

NMR: Fully Paid Ordinary Shares

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

The material terms of the FY22-24 LTI Unlisted Options were describe in the Notice of Meeting for the 2021 Annual General Meeting (<https://www.asx.com.au/asxpdf/20211231/pdf/454ns2lky7zfgl.pdf>).

Any other information the entity wishes to provide about the +securities the subject of this notification

The issue of the FY22-24 LTI Unlisted Options was approved by Shareholders for the purposes of ASX listing rule 10.14 and 7.2 (Exception 14), at the 2021 Annual General Meeting held on 31 January 2022.

Issue details

Number of +securities

8,250,000



Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this application, the +securities of the entity will comprise:
(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

4.1 Quoted +Securities (Total number of each +class of +securities quoted)

| ASX +security code and description | Total number of +securities on issue |
|---|---|
| NMR : ORDINARY FULLY PAID | 44,128,440 |

4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)

| ASX +security code and description | Total number of +securities on issue |
|--|---|
| NMRAA : ORDINARY FULLY PAID RESTRICTED | 55,000,001 |
| NMRAB : OPTION EXPIRING 16-NOV-2023 RESTRICTED | 2,500,000 |
| NMRAC : OPTION EXPIRING 07-AUG-2025 RESTRICTED | 1,512,000 |
| NMRAD : OPTION EXPIRING 07-AUG-2025 EX NIL | 170,000 |
| New class - code to be confirmed : FY22 STI Unlisted Options Expiring 30-Jun-22 | 5,500,000 |
| New class - code to be confirmed : FY22-24 LTI Unlisted Options Expiring 30-Jun-24 | 8,250,000 |



Part 5 - Other Listing Rule requirements

5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?

Yes

5.1a Select the number of the applicable exception in Listing Rule 7.2

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