



17 February 2023

ASX Announcement

Despatch of Prospectus and Entitlement and Acceptance Form

Locksley Resources Limited (ASX:LKY) (Company) advises that a letter outlining how to access the Company's prospectus for a non-renounceable entitlement issue of one (1) New Share for every four (4) existing Shares held by eligible shareholders at 5:00pm (AWST) on Tuesday, 14 February 2023, at an issue price of \$0.06 (**Offer**), was despatched to eligible shareholders today in accordance with the Offer timetable (**Prospectus**).

The Prospectus includes an Entitlement and Acceptance Form outlining eligible shareholders' entitlement under the Offer. The closing date for the Offer is 5:00pm (AWST) on Tuesday, 28 February 2023 (unless extended).

A letter to ineligible shareholders notifying them of the Offer and their inability to participate has also been despatched.

Further details of the Offer, including details on how eligible shareholders may accept the Offer, are set out in the Prospectus and are available online at www.computersharecas.com.au/lkyoffer.

– END –

This release is authorised by the Board of Directors of Locksley Resources Limited.

For further information please contact:

Mr Alan Armstrong
Company Secretary
Locksley Resources Limited
Telephone: +61 (08) 9481 0389



LOCKSLEY RESOURCES LIMITED
ABN 48 629 672 144

LKY

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SRN/HIN: SRN WITHHELD

17 February 2023

Dear Eligible Shareholder,

Locksley Resources Limited – Pro-Rata Non-Renounceable Entitlement Issue

On 9 February 2023, Locksley Resources Limited (ACN 629 672 144) (**Company**) lodged a prospectus with ASIC (**Prospectus**) for a pro-rata non-renounceable entitlement issue of one (1) New Share for every four (4) existing Shares held by those Shareholders registered at the Record Date at an issue price of \$0.06 per New Share to raise up to \$840,000 (before costs) (**Offer**).

The purpose of the Offer is to raise up to approximately \$840,000 (before costs). The Company intends to apply the funds raised from the Offer to fund exploration activities at the Company's Tottenham Project, cover the estimated costs of the Offer and general working capital purposes. For further details regarding the purposes of the Offer refer to Section 3.1 of the Prospectus.

The New Shares will rank equally with all fully paid ordinary shares in the capital of the Company on issue.

Following completion of the Offer (assuming all New Shares offered under the Prospectus are issued and ignoring the effects of rounding of fractional entitlements, and no further Shares are issued or existing Options are exercised prior to the Record Date), the Company will have issued approximately 14,000,000 New Shares resulting in the total shares on issue being approximately 70,000,001.

Participation in the Offer

The Offer is being made to all shareholders of the Company named on its register of members at 5:00pm (WST) on Tuesday, 14 February 2023 whose registered address is in Australia or New Zealand (**Eligible Shareholders**). You have been deemed to be an Eligible Shareholder for the purposes of the Offer. The Offer opens on Friday, 17 February 2023, and is expected to close at 5:00pm (WST) on Tuesday, 28 February 2023 (unless extended) as set out in the Prospectus. A copy of the Prospectus, along with instructions on how to apply and submit your payment is available online at www.computersharecas.com.au/lkyoffer.

The number of New Shares for which you are entitled to apply for under the Offer (**Entitlement**) is shown on your personalised Entitlement and Acceptance Form. The actions Eligible Shareholders may take in respect of the Offer are:

- (1) take up **all** of your Entitlement:
 - a. take up all of your Entitlement in accordance with the instructions on the Entitlement and Acceptance Form; and
 - b. pay the application monies for the amount indicated on your Entitlement and Acceptance Form (in full) as follows:
 - i. if you are an Australian resident, using BPAY; or
 - ii. if you are located overseas, you can pay via Electronic Funds Transfer (**EFT**) by contacting the Company Secretary on +61 8 9481 0389 for payment instructions,

in accordance with the instructions set out in the Entitlement and Acceptance Form, so that it is received by no later than 5:00pm AWST on the Closing Date; or

- (2) take up a **portion** of your Entitlement and allow the balance to lapse;
- a. pay the appropriate application monies amount for the number of Shares you wish to accept, as follows:
 - i. if you are an Australian resident, using BPAY; or
 - ii. if you are located overseas, via EFT, by contacting the Company Secretary on +61 8 9481 0389 for payment instructions,
in accordance with the instructions set out in the Entitlement and Acceptance Form, so that it is received no later than 5:00pm AWST on the Closing Date;
- (3) if you wish to accept your full Entitlement **and** apply for additional Shortfall Securities:
- a. pay the application monies for the amount indicated on your Entitlement and Acceptance Form plus any additional Shortfall Securities you wish to apply for (in full) by BPAY or EFT, so that it is received by no later than 5.00pm WST on the Closing Date;
- If you apply for Shortfall Securities beyond your Entitlement you are deemed to have accepted your Entitlement in full. You should note that the allocation of Shortfall Securities is at the Company's absolute discretion as per the allocation policy set out in Section 1.5 of the Prospectus. Accordingly, your application for additional Shortfall Securities may be scaled-back. The Company's decision on the number of Shortfall Securities to be allocated to you will be final; or
- (4) allow all of your Entitlement to lapse.

A copy of the Prospectus is also available on ASX's and the Company's website. Eligible Shareholders will be dispatched a letter detailing how to access the offer website and Prospectus (www.computersharecas.com.au/lkyoffer) no later than 17 February 2023 either by mail or electronically based on the Eligible Shareholder's registered preference with the Company at the Record Date.

Key dates for the Offer

EVENT	DATE
Announcement of Non-Renounceable Rights Issue Offer and lodgement of Appendix 3B with ASX	8 February 2023
Lodgement of Prospectus with ASIC and ASX	9 February 2023
Ex date (i.e. date from which Shares trade without entitlements to participate in the Offer)	13 February 2023
Record Date for determining Entitlements	14 February 2023
Prospectus and Entitlement and Acceptance Form despatched to Eligible Shareholders, and Company announces that this has occurred	17 February 2023
Opening date of the Offer	17 February 2023
Last day to extend Closing Date of the Offer	23 February 2023
Closing Date (5.00pm AWST) *	28 February 2023
Securities quoted on a deferred settlement basis	1 March 2023
Announcement of the results of the Offer	3 March 2023
Last day for the Company to issue the Securities under the Offer and lodge an Appendix 2A	7 March 2023
Deferred settlement trading ends	7 March 2023
Commencement of trading of Securities on ASX	8 March 2023

- The Directors may extend the Closing Date of the Loyalty Offer by giving at least 3 Business Days' notice to ASX prior to the Closing Date. As such the date the Loyalty Options are expected to commence trading on ASX may vary.
- Quotation of the Loyalty Options is subject to the Company satisfying the quotation requirements set out in Chapter 2 of the ASX Listing Rules.

Further details of the Offer, including details on how to accept the Offer and key risks associated with an investment in the Company are set out in the Prospectus. Eligible Shareholders should read the Prospectus carefully and consult their professional advisers as necessary. The Prospectus can be viewed on the offer website (www.computersharecas.com.au/lkyoffer).

If you have any queries regarding the Offer or require a hard copy of the Prospectus, please contact your stockbroker, accountant, other independent professional adviser or the Company Secretary on +61 8 9481 0389.

Yours sincerely,

Alan Armstrong
Company Secretary