



CENTREX

ASX ANNOUNCEMENT

2nd February 2024

SUCCESSFUL COMPLETION OF \$8M PLACEMENT & LAUNCH OF SPP OFFER

Highlights

- Centrex has received binding commitments for a placement to raise approximately \$8m from new and existing sophisticated and professional investors.
- Launch of a Share Purchase Plan Offer that is available to eligible shareholders to raise a further \$2m on the same terms as the share placement with the issue of SPP securities subject to shareholder approval.
- With this equity funding in place, Centrex can immediately proceed with the Stage 1.5 Expansion at the Ardmore Rock Phosphate Project.
- Funds will be used to construct additional camp and accommodation, drying pads and other critical infrastructure, as well as provide Centrex with further working capital as it continues to scale production at Ardmore.
- Centrex remains on track to produce 440,000t of phosphate concentrate for CY2024, and is targeting an annualised production run-rate of 625,000tpa by December 2024.

SHARE PLACEMENT & SPP OFFER

Centrex Limited (ASX: CXM) ("Centrex" or the "Company") is pleased to announce that it has received firm commitments for a placement of approximately 140 million new shares to sophisticated and professional investors ("the Placement") at an issue price of \$0.057 per new share to raise \$8.00m (before costs).

In conjunction with the Placement, the Company is also pleased to announce the opportunity for Eligible Shareholders to apply for up to \$30,000 worth of shares each, to raise up to a total of \$2.00 million under a share purchase plan ("SPP Offer"). The issue of the SPP Offer shares will be subject to shareholder approval to be held in early March 2024 with details to follow. The Placement and, if fully subscribed and approvals received, the SPP Offer, will raise a total of approximately \$10.0 million.

The shares offered pursuant to the SPP Offer will be issued at the same price as issued under the Placement, being \$0.057 per share ("Offer Price"). The Offer Price of A\$0.057 represents a 17.4% discount to the last closing price of A\$0.069 and a 20.0% discount to the 15-day volume weighted average trading price to 30 January 2024 of A\$0.071.

In addition, participants under the Placement and SPP will receive 1 new option for every 2 shares subscribed ("New Option"), to be issued subject to shareholder approval. New Options will have an exercise price of A\$0.10 and expiry of 15 December 2025 and are intended to be issued shortly following shareholder approval.

MANAGEMENT COMMENTARY

Robert Mencil, CEO & Managing Director of Centrex Ltd, commented:

“We are delighted with the support for the Placement. On behalf of the Board of Directors I would like to thank our existing shareholders for their ongoing and unwavering support and welcome a number of highly credentialed investors to the register. Existing eligible shareholders will also be able to participate in this period of growth through the SPP Offer (subject to shareholder approval).”

Achieving the Final Investment Decision for the Stage 1.5 Expansion at Ardmore represents a watershed moment for Centrex. With this funding now secured, our team is dedicated to delivering the expansion on schedule and within budget. Concurrently, we remain heavily focused on the successful continuation of our ramp-up initiatives at Ardmore, which is targeting an increase in our annualised production run-rate from 240,000tpa to 625,000tpa within only 12 months.

After careful consideration of the available financing options, we concluded that relying too heavily on debt at this juncture would result in unduly burdensome conditions being imposed on the Company. To ensure certainty of reaching our production targets for CY2024, we firmly believe that executing the Placement and SPP Offer is the best path forward. Further, strengthening our balance sheet now will allow us to secure future financing facilities with less stringent cash requirements, at lower risk to the Company and at reduced cost as well.

Looking ahead, Centrex is now well-positioned to significantly enhance Ardmore's operating profitability by capitalising on the economies of scale to be unlocked by the Stage 1.5 Expansion. With ongoing uncertainty of supply from China, we look forward to developing the Ardmore Mine into a significant contributor of food security in the Asia-Pacific region. Additionally, we continue to actively pursue a range of prospective value-add opportunities, including the production of high-quality phosphoric acid for LFP batteries.”

Petra Capital Pty Limited and Taylor Collison Limited acted as joint lead managers and bookrunners to the Placement.

USE OF FUNDS¹

The funds raised from the Placement and SPP Offer is intended to be used by the Company as follows.

Item	Amount (\$)
Capital expenditure for Stage 1.5 Expansion	\$7.00m
Working capital & costs of the Placement & SPP Offer	\$3.00m
Total	\$10.00m

The \$10.0m equity capital as noted above will enable the Company to meet its Q1 CY2024 Stage 1.5 CAPEX spend and will enhance Centrex's working capital position. The remaining funding required for the Stage 1.5 development (the bulk of which will be incurred in 2H CY2024) is forecasted to be met using a combination of free cash flow generated from the project and asset financing/working capital facilities, with Centrex in advanced discussions with financiers in relation to debt funding.

¹ “Use of funds” is statement of the Board's current intentions as at the date of this announcement. However, investors should note that, as with any budget, the allocation of funds set out above may change depending on a number of factors, including the outcomes of operational and development activities, regulatory developments, market and general economic conditions. The Board therefore reserves the right to alter the way the funds are applied.

PLACEMENT

The A\$8 million Placement of 140,350,878 new shares consists of 68,146,425 under ASX Listing Rule 7.1A and 72,204,453 under ASX Listing Rule 7.1 at A\$0.057 per new share. New Shares under the Placement are expected to be issued on or around 8 February 2024.

The Company notes related party participation in the placement by Non-Executive Director of Centrex Limited, Dr A. John Parker of \$14,250 consisting of 250,000 shares and 125,000 New Options which is subject to Shareholder Approval. If approved by shareholders, the additional shares to be issued to Dr. Parker will be in addition to what is permitted under ASX Listing Rule 7.1A and ASX Listing Rule 7.1.

SPP OFFER

Subject to the receipt of shareholder approval, the SPP Offer is targeting to issue a total of up to 35,087,719 fully paid ordinary shares (subject to rounding) ("SPP Offer Shares") at an issue price of \$0.057 per share ("Offer Price") to raise up to \$2.00 million. All SPP Offer Shares issued under the SPP Offer will rank equally with existing ordinary shares on issue in the Company. Management and staff intend to participate in the SPP Offer.

The net funds raised from the SPP Offer will be used by the Company as outlined above. The Board is targeting to raise A\$2.00 million under the SPP Offer. A transaction specific prospectus outlining the terms and conditions of the SPP Offer will be released to the market on or around 14 February 2024.

ELIGIBILITY TO PARTICIPATE IN THE SPP OFFER

The SPP Offer is being made to Eligible Shareholders on the basis of the number of ordinary shares held in the Company at 7.00 pm (ACST) on 1 Feb 2024 ("Record Date"). Eligible Shareholders are those shareholders on the Record Date with a registered address in Australia or New Zealand ("Eligible Shareholders").

INDICATIVE SPP OFFER TIMETABLE

Event	Date
Record Date The date that eligibility to participate in the SPP is determined	Thursday, 1 February 2024
Share Placement and SPP Offer Announcement Date Appendix 3B (Placement and SPP)	Friday, 2 February 2024
Allotment of Placement Shares Lodgement of Appendix 2A (Placement) and cleansing statement	Thursday 8 February 2024
SPP Offer Opening Date Dispatch of SPP Prospectus to Eligible Shareholders	Wednesday 14 February 2024
Closing Date	Tuesday 12 March 2024
SPP Offer Announcement of Results Company announces results of SPP	14 March 2024
Allotment Date Issue date of SPP Offer Shares and Options and Options to Placement Participants Lodgement of Appendix 2A (SPP Offer)	15 March 2024
SPP Offer Trading Date Normal trading of SPP Offer Shares and dispatch of holding statements	18 March 2024

The timetable above is indicative only and may be subject to change. The Company reserves the right to amend any or all these dates and times, subject to the Corporations Act, the ASX Listing Rules, and any other applicable laws. In particular, the Company will confirm the date of the general meeting shortly which is expected to be as soon as practicable in March 2024. The date of the general meeting may have a corresponding effect on the Closing Date and accordingly it reserves the right to extend the Closing Date. The Company may also withdraw the SPP Offer without prior notice. Any extension of the Closing Date will have a consequential effect on the date for the allotment of SPP Offer securities. Assumes A\$2.0 million is raised under the SPP which has been applied to working capital.

This announcement is not a prospectus, product disclosure statement or other disclosure document under the Corporations Act, or other offering document under Australian law or any other law. This announcement, and the information contained in it, is provided for information purposes only and is not an offer or solicitation or an invitation or recommendation to subscribe for, acquire or buy securities of Centrex (including SPP Offer Shares), or any other financial products or securities, in any place or jurisdiction. Any person considering acquiring securities under the SPP Offer should read the SPP Prospectus carefully. Applications for shares under the SPP Offer may only be made using the SPP and Acceptance Form to be attached to or accompanying the SPP Prospectus. Securities will only be issued on the basis of an SPP and Acceptance Form issued together with the SPP Prospectus.

This ASX announcement has been approved and authorised for release by the Board of the Company.

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About Centrex Limited

Centrex Limited is looking to secure Australasia's sustainable agriculture future through the exploration and development of its wholly owned Ardmore Phosphate Project and Oxley Potash Project. The products from both projects are necessary ingredients for global food production and human nutrition. The Centrex Limited fertiliser projects are located near to established energy and transport infrastructure that are necessary for access to established agricultural markets. The Company is also continuing its copper-gold-base metal exploration projects near Goulburn in the Lachlan Fold Belt in New South Wales.

Past and future performance –This Announcement contains forward looking statements. Forward-looking statements generally relate to current expectations, hopes, beliefs, intentions, strategies or productions about future events or Centrex's future financial or operating performance. For example, statements regarding anticipated growth in the industry in which Centrex operates and anticipated growth in demand for Centrex's products and services, projections of Centrex's future financial results and other metrics are forward-looking statements. In some cases, you can identify forward-looking statements by terminology such as "pro forma", "may", "should", "could", "would", "might", "plan", "possible", "project", "strive", "budget", "targets", "aims", "outlook", "guidance", "forecast", "expect", "intend", "will", "estimate", "anticipate", "believe", "perceives", "predict", "potential" or "continue", or the negatives of these terms or variations of them or similar terminology, but the absence of these words does not mean that a statement is not forward-looking. Such forward-looking statements are subject to risks, uncertainties, and other factors which could cause actual results to differ materially from those expressed or implied by such forward-looking statements. These forward looking statements are provided as a general guide only and should not be relied upon as an indication or guarantee of future performance and may involve known and unknown risks, uncertainties and other factors, many of which are outside the

control of Centrex. You are cautioned not to place undue reliance on any forward looking statement. Forward looking statements in this Announcement are based on assumptions and contingencies which are subject to change without notice. Actual results, performance or achievements may vary materially from any forward looking statements and the assumptions on which statements are based. The forward looking statements in this Announcement are based on information available to Centrex as at the date of this Announcement and nothing in this Announcement should be regarded as a representation by any person that the forward-looking statements set forth herein will be achieved or that any of the contemplated results of such forward-looking statements will be achieved. Except as required by law or regulation, Centrex its related bodies corporate and their respective officers, employees and advisers disclaim any obligation or undertaking to provide any additional or updated information whether as a result of new information, future events or results or otherwise.

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