Announcement Summary

Entity name

TESORO RESOURCES LIMITED

Announcement Type

New announcement

Date of this announcement

Friday June 12, 2020

The Proposed issue is:

☑ An accelerated offer
☑ A placement or other type of issue

Total number of +securities proposed to be issued for an accelerated offer

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
TSO	ORDINARY FULLY PAID	45,334,174

Trading resumes on an ex-entitlement basis (ex date)

Thursday June 18, 2020

+Record date

Thursday June 18, 2020

Offer closing date for retail +security holders

Thursday July 2, 2020

Issue date for retail +security holders

Thursday July 9, 2020

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
TSO	ORDINARY FULLY PAID	54,401,008

Proposed +issue date

Friday June 19, 2020

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

TESORO RESOURCES 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.

1.2 Registered Number Type

ABN

Registration Number

91106854175

1.3 ASX issuer code

TSO

1.4 The announcement is

☑ New announcement

1.5 Date of this announcement

Friday June 12, 2020

1.6 The Proposed issue is:

☑ An accelerated offer

☑ A placement or other type of issue

1.6b The proposed accelerated offer is

Accelerated non-renounceable entitlement offer (commonly known as a JUMBO or ANREO)

Part 3 - Details of proposed entitlement offer issue

Part 3A - Conditions

3A.1 - Are any of the following approvals required for the entitlement offer to be unconditional?

- **+Security holder approval**
- **Court approval**
- **Lodgement of court order with +ASIC**
- **ACCC approval**
- **FIRB approval**
- **Another approval/condition external to the entity**

☑ No

Part 3B - Offer details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

ASX +Security Code and Description

TSO : ORDINARY FULLY PAID

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)?

☑ Existing class

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

☑ No

If the entity has quoted company options, do the terms entitle option holders to participate on exercise?

☑ No

Details of +securities proposed to be issued

ASX +Security Code and Description

TSO : ORDINARY FULLY PAID

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

Offer ratio (ratio to existing holdings at which the proposed +securities will be issued)

The quantity of additional +securities to be issued	**For a given quantity of +securities held**
1	8

What will be done with fractional entitlements?

Fractions rounded up to the next whole number

Maximum Number of +securities proposed to be issued

45,334,174

Purpose of the issue

To fund an accelerated exploration program and general working capital, as noted in detail in section 6.1 of the Prospectus released on ASX on 12 June 2020.

Offer price details for retail security holders

Issue Currency

AUD - Australian Dollar

Offer Price per +security

AUD 0.06000

Estimated or Actual?

☑ Actual

Offer price details for institutional security holders

Could offer price per +security be determined by bookbuild?

☑ No

Oversubscription & Scale back details

Are +security holders allowed to oversubscribe?

☑ Yes

Provide the oversubscription details

Eligible Shareholders who wish to subscribe for Shares above their Entitlement are invited to apply for Shortfall Shares under the Shortfall Offer by completing the appropriate section on their Entitlement and Acceptance Form.

May a scale back be applied to this event?

☑ Yes

Provide the scale back details

The Directors may, in their absolute discretion, scale-back applications.
Please refer to section 5.11 of the Prospectus released on ASX on 12 June 2020.

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

☑ Yes

Part 3D - Timetable

3D.1a First day of trading halt

Friday June 12, 2020

3D.1b Announcement date of accelerated offer

Friday June 12, 2020

3D.2 Trading resumes on an ex-entitlement basis (ex date)

Thursday June 18, 2020

3D.5 Date offer will be made to eligible institutional +security holders

Friday June 12, 2020

3D.6 Application closing date for institutional +security holders

Wednesday June 17, 2020

3D.8 Announcement of results of institutional offer

Thursday June 18, 2020

3D.9 +Record date

Thursday June 18, 2020

3D.10 +Issue date for institutional +security holders

Friday June 19, 2020

3D.11 Date on which offer documents will be sent to retail +security holders entitled to participate in the +pro rata issue

Tuesday June 23, 2020

3D.12 Offer closing date for retail +security holders

Thursday July 2, 2020

3D.13 Last day to extend retail offer close date

Monday June 29, 2020

3D.16 Entity announces results of retail offer, including the number and percentage of +securities taken up by existing retail +security holders.

Tuesday July 7, 2020

3D.19 Issue date for retail +security holders

Thursday July 9, 2020

Part 3E - Fees and expenses

3E.1 Will there be a lead manager or broker to the proposed offer?

☑ Yes

3E.1a Who is the lead manager/broker?

PAC Partners Securities Pty Ltd

3E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

A management fee of 2% (plus GST) and selling fee of 4% (plus GST). The selling fee will be reduced by the extent to which firm allocations are procured from the Company's network of individual investors

3E.2 Is the proposed offer to be underwritten?

☑ No

3E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

☑ No

3E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

Part 3F - Further Information

3F.1 The purposes for which the entity intends to use the cash raised by the proposed issue

Funds raised will be applied towards an accelerated infill and extensional drilling program at the El Zorro Project, metallurgical testwork program, to commence a Scoping Study, working capital, as well as costs of the Entitlement Offer and the Placement.

3F.2 Will holdings on different registers or subregisters be aggregated for the purposes of determining entitlements to the issue?

☑ No

3F.3 Will the entity be changing its dividend/distribution policy if the proposed issue is successful?

☑ No

3F.4 Countries in which the entity has security holders who will not be eligible to participate in the proposed issue

The Entitlement Offer is not being extended and Shares will not be issued to Shareholders with a registered address which is outside Australia or New Zealand unless the Company is satisfied that it is permitted to issue Shares to a Retail Shareholder resident in another jurisdiction by the laws of that Shareholder¿s country of residence, either unconditionally or after compliance with conditions which the Company regards as acceptable and not unduly onerous or impracticable.

3F.5 Will the offer be made to eligible beneficiaries on whose behalf eligible nominees or custodians hold existing +securities

☑ Yes

3F.5a Please provide further details

Nominees and custodians may not submit an Entitlement and Acceptance Form on behalf of any Shareholder resident outside Australia and New Zealand without the prior consent of the Company, taking into account relevant securities law restrictions. Return of a duly completed Entitlement and Acceptance Form will be taken by the Company to constitute a representation that there has been no breach of those regulations.

3F.6 URL on the entity's website where investors can download information about the proposed issue

https://www.tesororesources.com.au/announcement-category/asx-announcements/

3F.7 Any other information the entity wishes to provide about the proposed issue

Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 - Are any of the following approvals required for the placement or other type of issue?

- **+Security holder approval**
- **Court approval**
- **Lodgement of court order with +ASIC**
- **ACCC approval**
- **FIRB approval**
- **Another approval/condition external to the entity**

☑ No

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)?

☑ Existing class

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

☑ No

Details of +securities proposed to be issued

ASX +Security Code and Description

TSO : ORDINARY FULLY PAID

Maximum Number of +securities proposed to be issued

54,401,008

Purpose of the issue

To fund an accelerated exploration program and general working capital, as noted in detail in section 6.1 of the Prospectus released on ASX on 12 June 2020.

Offer price details for retail security holders

In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 0.06000

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?
Yes

Oversubscription & Scale back details

May a scale back be applied to this event?
No

Part 7C - Timetable

7C.1 Proposed +issue date

Friday June 19, 2020

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?
No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?
Yes

7D.1b (i) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

Up to 54,401,008 Shares

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?
No

7D.2 Is a party referred to in listing rule 10.11.1 participating in the proposed issue?
No

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?
No

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?

PAC Partners Securities Pty Ltd

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

A management fee of 2% (plus GST) and selling fee of 4% (plus GST). The selling fee will be reduced by the extent to which firm allocations are procured from the Company's network of individual investors

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

Part 7F - Further Information

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