Appendix 1A

Application for Admission to the ASX Official List (ASX Listing)

Name of entity[1]

HEAVY RARE EARTHS LIMITED

ABN/ARBN	Date of this form
35 648 991 039	7 JULY 2022

We (the entity named above) apply for admission to the +official list of ASX Limited (ASX) as an ASX Listing and for +quotation of the following +securities (or such other number of +securities as we may notify to ASX prior to the commencement of +quotation):

	Number	*+Class (quoted only)*
Estimated maximum number and +class of +securities to be quoted on ASX at the commencement of quotation on ASX	68,275,150	ORDINARY SHARES

By giving this form to ASX, we agree to the matters set out in Appendix 1A of the ASX Listing Rules.

Notes:

1. *If the entity seeking admission is a trust, the application should be in the form "[Name of responsible entity of trust] in its capacity as responsible entity of [Name of trust]".*
2. *An entity seeking admission to the official list as an ASX Listing must also provide to ASX the information and documents referred to in the Information Form and Checklist (ASX Listing) published on the ASX website.*

+ See chapter 19 of the ASX Listing Rules for defined terms.

Information Form and Checklist

(ASX Listing)

Name of entity	ABN/ACN/ARBN/ARSN
HEAVY RARE EARTHS LIMITED	**35 648 991 039**

We (the entity named above) supply the following information and documents to support our application for admission to the official list of ASX Limited (ASX) as an ASX Listing.

Note: by giving an Appendix 1A *Application for Admission to the ASX Official List (ASX Listing)* to ASX, the entity is taken to have warranted that all of the information and documents it has given, or will give, to ASX in connection with its admission to the official list and the quotation of its securities are, or will be, accurate, complete and not misleading. It also indemnifies ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of that warranty (see Appendix 1A of the ASX Listing Rules).

The information and documents referred to in this Information Form and Checklist (including any annexures to it) are covered by the warranty and indemnity mentioned above.

Terms used in this Information Form and Checklist and in any Annexures have the same meaning as in the ASX Listing Rules.

Part 1 – Key Information

Instructions: *please complete each applicable item below. If an item is not applicable, please mark it as "N/A".*

All entities – corporate details[1]

Type of Australian registration number given above (eg ABN, ACN, ARSN or ARBN)	ABN
Legal entity identifier, if applicable	Not Applicable
Place of incorporation or establishment	Victoria
Date of incorporation or establishment	25/03/2021
Legislation under which incorporated or established	Corporations Act 2001 (Cth)
Address of registered office in place of incorporation or establishment	C/- JM Corporate Services, Level 21, 459 Collins Street, Melbourne VIC 3000
Main business activity	Mining exploration in Australia
Country where main business activity is mostly carried on	Australia
Other exchanges on which the entity is listed	Not Applicable
Street address of principal administrative office	Level 21, 459 Collins Street, Melbourne VIC 3000

[1] If the entity applying for admission to the official list is a stapled group, please provide these details for each entity comprising the stapled group.

Postal address of principal administrative office	Level 21, 459 Collins Street, Melbourne VIC 3000
Telephone number of principal administrative office	+61 3 8630 3321
E-mail address for investor enquiries	justin@jmcorp.com.au
Website URL	Hreltd.com.au

All entities – board and senior management details[2]

Full name and title of chairperson of directors	John Joseph Byrne
Full names of all existing directors	John Joseph Byrne Richard Francis Brescianini Ryan Skeen
Full names of any persons proposed to be appointed as additional or replacement directors	Not applicable
Full name and title of CEO/managing director	Not applicable
Email address of CEO/managing director	Not applicable
Full name and title of CFO	Justin Mouchacca
Email address of CFO	justin@jmcorp.com.au
Full name and title of company secretary	Justin Mouchacca
Email address of company secretary	justin@jmcorp.com.au

All entities – ASX compliance contact details[3]

Full name and title of ASX contact(s)	Justin Mouchacca
Business address of ASX contact(s)	Level 21, 459 Collins Street, Melbourne VIC 3000
Business phone number of ASX contact(s)	+61 3 8630 3321
Mobile phone number of ASX contact(s)	0413 535 222
Email address of ASX contact(s)	justin@jmcorp.com.au

[2] If the entity applying for admission to the official list is a trust, enter the board and senior management details for the responsible entity of the trust.

[3] Under Listing Rule 1.1 Condition 13, a listed entity must appoint a person responsible for communication with ASX on Listing Rule matters. You can appoint more than one person to cater for situations where the primary nominated contact is not available.

All entities – investor relations contact details

Full name and title of person responsible for investor relations	Ryan Anthony Batros – Investor Relations Adviser
Business phone number of person responsible for investor relations	0472 658 777
Email address of person responsible for investor relations	Ryan@brcapital.com.au

All entities – auditor details[4]

Full name of auditor	William Buck Audit (Vic) Pty Ltd

All entities – registry details[5]

Name of securities registry	Boardroom Pty Limited
Address of securities registry	Level 12, 225 George Street, Sydney, New South Wales, 2000
Phone number of securities registry	1300 737 760
Fax number of securities registry	1300 653 459
Email address of securities registry	enquiries@boardroomlimited.com.au
Type of subregisters the entity will operate[6]	CHESS Issuer sponsored

All entities – key dates

Annual balance date	30 June
Month in which annual meeting is usually held (or intended to be held)[7]	November
Months in which dividends or distributions are usually paid (or are intended to be paid)	Not applicable

Trusts – additional details

Name of responsible entity	Not applicable
Full names of the members of the compliance committee (if any)	Not applicable

4 In certain cases, ASX may require the applicant to provide information about the qualifications and experience of its auditor for release to the market before quotation commences (see Guidance Note 1 section 2.12).

5 If the entity has different registries for different classes of securities, please indicate clearly which registry details apply to which class of securities.

6 Example: CHESS and issuer sponsored subregisters (see Guidance Note 1 section 3.23).

7 May not apply to some trusts.

Entities incorporated or established outside Australia – additional details

Name and address of the entity's Australian agent for service of process	Not applicable
Address of registered office in Australia (if any)	Not applicable

Entities listed or to be listed on another exchange or exchanges

Name of the other exchange(s) where the entity is or proposes to be listed	Not applicable
Is the ASX listing intended to be the entity's primary or secondary listing	Not applicable

Part 2 – Checklist Confirming Compliance with Admission Requirements

Instructions: *please indicate in the "Location/Confirmation" column for each item below and in any Annexures where the information or document referred to in that item is to be found (eg in the case of information, the specific page reference in the Offer Document where that information is located or, in the case of a document, the folder tab number where that document is located). If the item asks for confirmation of a matter, you may simply enter "Confirmed"" in the "Location/Confirmation" column. If an item is not applicable, please mark it as "N/A".*

In this regard, it will greatly assist ASX and speed up its review of the application if the various documents referred to in this Checklist and any Annexures (other than the 2 copies of the applicant's Offer Document (as lodged with ASIC) referred to in item 4 and the 10 printed versions of the final Offer Document referred to in note 10) are provided in a folder separated by numbered tabs and if the entity's constitution and copies of all material contracts are provided both in hard copy and in electronic format.

Note that completion of this Checklist and any Annexures is not to be taken to represent that the entity is necessarily in full or substantial compliance with the ASX Listing Rules or that ASX will admit the entity to its official list. Admission to the official list is in ASX's absolute discretion and ASX may refuse admission without giving any reasons (see Listing Rule 1.19).

A reference in this Checklist and in any Annexures to the "Offer Document" means the listing prospectus, product disclosure statement or information memorandum lodged by the applicant with ASX pursuant to Listing Rule 1.1 Condition 3.

If the applicant lodges a supplementary or replacement prospectus, product disclosure statement or information memorandum with ASX, ASX may require it to update this Checklist and any Annexures by reference to that document.

All entities – key supporting documents

Nº	Item	Location/Confirmation
1.	A copy of the entity's certificate of incorporation, certificate of registration or other evidence of status (including any change of name)	Document 1 attached
2.	A copy of the entity's constitution (Listing Rule 1.1 Condition 2)[8]	Document 2 attached
3.	Either: (a) confirmation that the entity's constitution includes the provisions of Appendix 15A or Appendix 15B (as applicable); or (b) a completed checklist that the constitution complies with the Listing Rules (Listing Rule 1.1 Condition 2)[9]	Confirmed – Appendix 15A (Constitution clause 4)
4.	An electronic version and 2 hard copies of the Offer Document, as lodged with ASIC (Listing Rule 1.1 Condition 3)[10]	Document 4 attached

8 It will assist ASX if the copy of the constitution is provided both in hard copy and in electronic format.

9 An electronic copy of the checklist is available from the ASX Compliance Downloads page on ASX's website.

10 The applicant should also provide 10 printed copies of the final Offer Document to ASX as soon as they are available.

Nº	Item	Location/Confirmation
5.	Where in the Offer Document is the prominent statement that ASX takes no responsibility for the contents of the Offer Document (Listing Rule 1.1 Condition 3)?	Page 2 and Section 8.3
6.	Original executed ASX Online agreement confirming that documents may be given to ASX and authenticated electronically (Listing Rule 1.1 Condition 14)[11]	Document 6 attached
7.	If the entity's corporate governance statement[12] is included in its Offer Document, the page reference where it is included. Otherwise, a copy of the entity's corporate governance statement (Listing Rule 1.1 Condition 16)	Document 7 attached
8.	If the entity will be included in the S & P All Ordinaries Index on admission to the official list,[13] where in its Offer Document does it state that it will have an audit committee (Listing Rule 1.1 Condition 17)?	Not applicable
9.	If the entity will be included in the S & P / ASX 300 Index on admission to the official list,[14] where in its Offer Document does it state that it will comply with the recommendations set by the ASX Corporate Governance Council in relation to the composition and operation of the audit committee (Listing Rule 1.1 Condition 17)?	Not applicable
10.	If the entity will be included in the S & P / ASX 300 Index on admission to the official list,[15] where in its Offer Document does it state that it will have a remuneration committee comprised solely of non-executive directors (Listing Rule 1.1 Condition 18)	Not applicable
11.	If the entity's trading policy is included in its Offer Document, the page reference where it is included. Otherwise, a copy of the entity's trading policy (Listing Rule 1.1 Condition 19)	Document 11 attached
12.	For each director or proposed director, the CEO or proposed CEO, and the CFO or proposed CFO (together, "relevant officers") of the entity at the date of listing,[16] a list of the countries in which they have resided over the past 10 years (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.21)[17]	Australia only
13.	For each relevant officer, a list of any other names or alias they have used in the past 10 years, including any maiden name or married name[18] (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.21)	Not Applicable
14.	For each relevant officer who is or has in the past 10 years been a resident of Australia, an original or certified true copy of a national criminal history check obtained from the Australian Federal Police, a State or Territory police service or a broker accredited by Australian Criminal Intelligence	John Byrne – Document 14A attached Richard Brescianini – Document 14B attached Ryan Skeen – Document 14C attached

11 An electronic copy of the *ASX Online Agreement* is available from the ASX Compliance Downloads page on ASX's website.

12 The entity's "corporate governance statement" is the statement disclosing the extent to which the entity will follow, as at the date of its admission to the official list, the recommendations set by the ASX Corporate Governance Council. If the entity does not intend to follow all the recommendations on its admission to the official list, the entity must separately identify each recommendation that will not be followed and state its reasons for not following the recommendation and what (if any) alternative governance practices it intends to adopt in lieu of the recommendation.

13 If the entity is unsure whether they will be included in the S & P All Ordinaries Index on admission to the official list, they should contact ASX or S & P.

14 If the entity is unsure whether they will be included in the S & P / ASX 300 Index on admission to the official list, they should contact ASX or S & P.

15 If the entity is unsure whether they will be included in the S & P / ASX 300 Index on admission to the official list, they should contact ASX or S & P.

16 If the entity applying for admission to the official list is a trust, references in items 12, 13, 14, 15, 16, 17 and 18 to a relevant officer mean a relevant officer of the responsible entity of the trust.

17 The information referred to in items 12, 13, 14, 15, 16, 17 and 18 is required so that ASX can be satisfied that the relevant officer is of good fame and character under Listing Rule 1 Condition 20.

18 The sample statutory declaration referred to in item 18 below addresses this requirement. Note that if the relevant officer has used another name or alias (including a maiden name or married name) in the past 10 years, the criminal record and bankruptcy checks referred to in items 14, 15, 16, 17 must cover all of the names or aliases the relevant officer has used over that period.

Nº	Item	Location/Confirmation
	Commission which is not more than 12 months old (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.21)	Justin Mouchacca – Document 14D attached
15.	For each relevant officer who is or has in the past 10 years been a resident of a country other than Australia, an original or certified true copy of an equivalent national criminal history check to that mentioned in item 14 above for each country in which the relevant officer has resided over the past 10 years (in English or together with a certified English translation) which is not more than 12 months old or, if such a check is not available in any such country, a statutory declaration[19] from the relevant officer confirming that fact and that he or she has not been convicted in that country of: (a) any criminal offence involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of his or her duties as a director or officer of a company or other entity; or (b) any other criminal offence which at the time carried a maximum term of imprisonment of five years or more (regardless of the period, if any, for which he or she was sentenced), or, if that is not the case, a statement to that effect and a detailed explanation of the circumstances involved (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.21)	Not Applicable
16.	For each relevant officer who is or has in the past 10 years been a resident of Australia, an original or certified true copy of a search of the Australian Financial Security Authority National Personal Insolvency Index which is not more than 12 months old (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.21)	John Byrne – Document 14A attached Richard Brescianini – Document 16B attached Ryan Skeen – Document 14C attached Justin Mouchacca – Document 14D Attached
17.	For each relevant officer who is or has in the past 10 years been a resident of a country other than Australia, an original or certified true copy of an equivalent national bankruptcy check to that mentioned in item 16 above for each country in which the relevant officer has resided over the past 10 years (in English or together with a certified English translation) which is not more than 12 months old or if such a check is not available in any such country, a statutory declaration[20] from the relevant officer confirming that fact and that he or she has not been declared a bankrupt or been an insolvent under administration in that country or, if that is not the case, a statement to that effect and a detailed explanation of the circumstances involved (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.21)	Not Applicable
18.	A statutory declaration[21] from each relevant officer specifying whether they have used any other name or alias in the past 10 years and confirming that: (a) the relevant officer has not been the subject of any criminal or civil penalty proceedings or other enforcement action by any government agency in which he or she was found to have engaged in behaviour involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of duty; (b) the relevant officer has not been refused membership of, or had their membership suspended or cancelled by, any professional body on the ground that he or she has engaged in behaviour involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of duty; (c) the relevant officer has not been the subject of any disciplinary action (including any censure, monetary penalty or banning order) by a securities exchange or other authority responsible for regulating securities markets for failure to comply with his or her obligations as a director or officer of a listed entity;	John Byrne – Document 18A attached Richard Brescianini – Document 18B attached Ryan Skeen – Document 18C attached Justin Mouchacca – Document 18D attached

19 The sample statutory declaration referred to in item 18 below also addresses this requirement.

20 The sample statutory declaration referred to in item 18 below also addresses this requirement.

21 A sample statutory declaration is available from the ASX Compliance Downloads page on ASX's website.

Nº	Item	Location/Confirmation
	(d) no listed entity of which he or she was a relevant officer (or, in the case of a listed trust, in respect of which he or she was a relevant officer of the responsible entity of the trust) at the time of the relevant conduct has been the subject of any disciplinary action (including any censure, monetary penalty, suspension of trading or termination of listing) by a securities exchange or other authority responsible for regulating securities markets for failure to comply with its obligations under the Listing Rules applicable to that entity; and (e) the relevant officer is not aware of any pending or threatened investigation or enquiry by a government agency, professional body, securities exchange or other authority responsible for regulating securities markets that could lead to proceedings or action of the type described in (a), (b), (c) or (d) above, or, if the relevant officer is not able to give such confirmation, a statement to that effect and a detailed explanation of the circumstances involved (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.21)	
19.	A specimen certificate/holding statement for each class of securities to be quoted or a specimen holding statement for CDIs (as applicable)	Provided
20.	Please either: (a) enter "Confirmed" in the column to the right to confirm that the entity has not previously applied for, and been refused or withdrawn its application for, admission to the official list of another securities exchange, or (b) attach a statement explaining the circumstances and state the location of that statement	Confirmed
21.	Please enter "Confirmed" in the column to the right to confirm that the entity has paid its initial listing fee [22]	Confirmed

All entities – group structure

22.	Where in the Offer Document is there a diagram showing the group structure of the entity, identifying (where applicable) each material child entity and the nature and location of the business activities it undertakes	Not applicable
23.	If the entity has any material child entities, where in the Offer Document is there a list of all such child entities stating, in each case, its name, where it is incorporated or established, the nature of its business and the entity's percentage holding in it?	Not applicable
24.	If the entity has any material investments in associated entities for which it will apply equity accounting, where in the Offer Document is there a list of all such associated entities stating, in each case, its name, where it is incorporated or established, the nature of its business and the entity's percentage holding in it?	Not applicable
25.	If the entity has a material interest in a joint venture, where in the Offer Document is there a description of the joint venture agreement, including the	Not applicable

[22] See Guidance Notes 15 and 15A for the fees payable on the application. You can also use the ASX online equity listing fees calculator: http://www.asx.com.au/prices/cost-listing.htm. Payment should be made either by cheque made payable to ASX Operations Pty Ltd or by electronic funds transfer to the following account:

Bank: National Australia Bank
Account Name: ASX Operations Pty Ltd
BSB: 082 057
A/C: 494728375
Swift Code (Overseas Customers): NATAAU3202S

If payment is made by electronic funds transfer, please email your remittance advice to ar@asx.com.au or fax it to (612) 9227-0553, describing the payment as the "initial listing fee" and including the name of the entity applying for admission, the ASX home branch where the entity has lodged its application (ie Sydney, Melbourne or Perth) and the amount paid.

Nº	Item	Location/Confirmation
	parties to the agreement and their respective rights and obligations under the agreement?	
26.	If the entity does not hold its material assets and business operations directly itself or indirectly through a child entity, where in the Offer Document is there an explanation of why that structure has been employed and the risks associated with it?	Not applicable

All entities – capital structure

27.	Where in the Offer Document is there a table showing the existing and proposed capital structure of the entity, broken down as follows: (a) the number and class of each equity security and each debt security currently on issue; and (b) the number and class of each equity security and each debt security proposed to be issued between the date of this application and the date the entity is admitted to the official list; and (c) the resulting total number of each class of equity security and debt security proposed to be on issue at the date the entity is admitted to the official list; and (d) the number and class of each equity security proposed to be issued following admission in accordance with material contracts or agreements? Note: This applies whether the securities are to be quoted on ASX or not. If the entity is proposing to issue a minimum, maximum or oversubscription number of securities, the table should be presented to disclose each scenario.	Pages 8 and 13, Sections 7.7 and 9.2
28.	If any class of securities referred to in the table mentioned in item 27 are not ordinary securities, where in the Offer Document does it disclose the terms applicable to those securities? Note: This applies whether the securities are to be quoted on ASX or not. For equity securities (other than options to acquire unissued securities or convertible debt securities), this should state whether they are fully paid or partly paid; if they are partly paid, the amount paid up and the amount owing per security; voting rights; rights to dividends or distributions; and conversion terms (if applicable). For options to acquire unissued securities, this should state the number outstanding, exercise prices; exercise terms and expiry dates. For debt securities or convertible debt securities, this should state their nominal or face value; rate of interest; dates of payment of interest; date and terms of repayment or redemption; and conversion terms (if applicable).	Section 9.4(b)
29.	Where in the Offer Document does it confirm that the entity's free float at the time of listing will be not less than 20% (Listing Rule 1.1 Condition 7)?	Section 7.
30.	Where in the Offer Document does it confirm that the issue/sale price of all securities for which the entity seeks quotation is at least 20 cents in cash (Listing Rule 2.1 Condition 2)?	Section 7.7
31.	If the entity has or proposes to have any options on issue, where in the Offer Document does it confirm that the exercise price for each underlying security is at least 20 cents in cash (Listing Rule 1.1 Condition 12)?	Section 7.7
32.	If the entity has any partly paid securities and it is not a no liability company, where in the Offer Document does it disclose the entity's call program, including the date and amount of each proposed call and whether it allows for any extension for payment of a call (Listing Rule 2.1 Condition 4)?	Not applicable
33.	Is the entity proposing to offer any securities by way of a bookbuild? If so, please enter "Confirmed" in the column to the right to indicate that the entity is aware of the disclosure requirements for bookbuilds in Annexure A to Guidance Note 1 and has made appropriate arrangements with the bookrunner to obtain this information.	Not applicable

Nº	Item	Location/Confirmation

All entities – business information

34.	Where in the Offer Document is there a description of the history of the entity?	Page 9, Sections 1, 9.1 and 9.2
35.	Where in the Offer Document is there a description of the entity's existing and proposed activities and level of operations?	Page 12, Sections 1 and 7.6, Annexure A (IGR)
36.	Where in the Offer Document is there a description of the material business risks the entity faces?	Pages 9 and 10, Section 2
37.	Where in the Offer Document is there a table setting out the proposed use of the proceeds of the offer?	Page 12 and Section 7.6

All entities – related parties, promoters and advisers

38.	Has the entity undertaken a placement of securities in the last 2 years in which a related party or their associates, a promoter or their associates, or an adviser involved in the offer or their associates, have participated? If so, please attach a statement (a) explaining the circumstances of the placement; (b) listing the names and addresses of the participants in the placement, the number of securities they received in the placement and the consideration they provided for those securities; and (c) identifying the participants in the placement who are a related party or associate of a related party, a promoter or associate of a promoter, or an adviser or an associate of an adviser.	Provided
39.	Does an adviser to the offer have a material interest in the success of the offer over and above normal professional fees for services rendered in connection with the offer? If so, where in the Offer Document is there a clear and concise statement explaining in one location all of the interests that adviser has in the success of the offer, including (without limitation): (a) the number and type of securities in the entity in which the adviser and its associates currently have a relevant interest; (b) details of the consideration paid or provided by the adviser or its associates for the securities referred to in (a) above; (c) the fees or other consideration the adviser or an associate may receive for services provided in connection with the offer; (d) the fees or other consideration the adviser or an associate may receive under any ongoing mandate they may have with the entity post the offer; (e) if the consideration in (c) or (d) above includes any convertible securities (including options, performance shares or performance rights), details of the number and terms of those securities, the percentage of the entity's issued capital at listing they will convert into if they are converted, the value the entity believes the convertible securities are worth and the basis on which the entity has determined that value; and (f) if the adviser or any of its associates have participated in a placement of securities by the entity in the preceding 2 years, full details of the securities they received in the placement and the consideration they paid or provided for those securities?	Section 9.2(b)

All entities – other information and documents

40.	Where in the Offer Document is there a description of the entity's proposed dividend/distribution policy?	Page 11

Nº	Item	Location/Confirmation
41.	Does the entity have or propose to have a dividend or distribution reinvestment plan?	
	If so, where are the existence and material terms of the plan disclosed in the Offer Document?	Not applicable
	A copy of the terms of the plan	Not applicable
42.	Does the entity have or propose to have an employee incentive scheme?	
	If so, where are the existence and material terms of the scheme disclosed in the Offer Document?	Section 9.3
	Where in the Offer Document is there a statement as to whether directors[23] are entitled to participate in the scheme and, if they are, the extent to which they currently participate or are proposed to participate?	Section 9.3
	A copy of the terms of the scheme	Document 42
43.	Has the entity entered into any material contracts (including any underwriting agreement relating to the securities to be quoted on ASX)?[24]	
	If so, where are the existence and main terms of those material contracts disclosed in the Offer Document?	Section 9.2
	Copies of all of the material contracts referred to in the Offer Document	Documents 43A – 43J
44.	If the entity is not an externally managed trust and the following information is included in the Offer Document, the page reference where it is included. Otherwise, either a summary of the material terms of, or a copy of, any employment, service or consultancy agreement the entity or a child entity has entered into with: (a) its CEO or proposed CEO; (b) any of its directors or proposed directors; or (c) any other person or entity who is a related party of the persons referred to in (a) or (b) above (Listing Rule 3.16.4) Note: this requirement does not apply to an externally managed trust. If the entity applying for admission to the official list is an internally managed trust, references to a CEO, proposed CEO, director or proposed director mean a CEO, proposed CEO, director or proposed director of the responsible entity of the trust.	Sections 9.2(c) – (e)
45.	Please enter "Confirmed" in the column to the right to indicate that the material contracts summarised in the Offer Document include, in addition to those mentioned in item 44, any other material contract(s) the entity or a child entity has entered into with: (a) its CEO or proposed CEO; (b) any of its directors or proposed directors; or (c) any other person or entity who is a related party of the persons referred to in (a) or (b) above Note: this requirement does not apply to an externally managed trust. If the entity applying for admission to the official list is an internally managed trust, references to a CEO, proposed CEO, director or proposed director mean a CEO, proposed CEO, director or proposed director of the responsible entity of the trust.	Confirmed
46.	Please enter "Confirmed" in the column to the right to indicate that all information that a reasonable person would expect to have a material effect	Confirmed

[23] If the entity applying for admission to the official list is a trust, references to a director mean a director of the responsible entity of the trust.

[24] It will assist ASX if the material contracts are provided both in hard copy and in electronic format.

Nº	Item	Location/Confirmation
	on the price or value of the securities to be quoted is included in or provided with this Information Form and Checklist	
47.	A copy of the entity's most recent annual report	Not applicable – financial statements from incorporation to 31 December 2022 attached as document 64

Entities that are trusts

48.	Evidence that the entity is a registered managed investment scheme or has an exemption from ASIC from that requirement (Listing Rule 1.1 Condition 5(a))	Not applicable
49.	If the entity is exempted from the requirement to be a registered managed investment scheme, evidence that its responsible entity is either an Australian company or registered as a foreign company carrying on business in Australia under the Corporations Act (Listing Rule 1.1 Condition 5(b))	Not applicable
50.	Please enter "Confirmed" in the column to the right to indicate that the responsible entity is not under an obligation to allow a security holder to withdraw from the trust (Listing Rule 1.1 Condition 5(c))	Not applicable

Entities applying under the profit test (Listing Rule 1.2)

51.	Evidence that the entity is a going concern or the successor of a going concern (Listing Rule 1.2.1)	Not applicable
52.	Evidence that the entity has been in the same main business activity for the last 3 full financial years (Listing Rule 1.2.2)	Not applicable
53.	Audited accounts for the last 3 full financial years, including the audit reports (Listing Rule 1.2.3(a))	Not applicable
54.	If the entity's last financial year ended more than 6 months and 75 days before the date of this application, audited or reviewed accounts for the last half year (or longer period if available), including the audit report or review (Listing Rule 1.2.3(b))	Not applicable
55.	A reviewed pro forma statement of financial position, including the review (Listing Rule 1.2.3(c))[25]	Not applicable
56.	Evidence that the entity's aggregated profit from continuing operations for the last 3 full financial years has been at least $1 million (Listing Rule 1.2.4)	Not applicable
57.	Evidence that the entity's profit from continuing operations in the past 12 months to a date no more than 2 months before the date of this application has exceeded $500,000 (Listing Rule 1.2.5)	Not applicable
58.	Is there a statement in the Offer Document that the entity's directors[26] have made enquiries and nothing has come to their attention to suggest that the entity is not continuing to earn profit from continuing operations up to the date of the Offer Document If so, where is it?	Not applicable

[25] The review must be conducted by a registered company auditor (or if the entity is a foreign entity, an overseas equivalent of a registered company auditor) or independent accountant.

[26] If the entity applying for admission to the official list is a trust, the statement should be made by the directors of the responsible entity of the trust.

Nº	Item	Location/Confirmation
	If not, please attach such a statement signed by all of the entity's directors[27] (Listing Rule 1.2.6)	

Entities applying under the assets test (Listing Rule 1.3)

59.	Evidence that the entity has: (a) if it is not an investment entity, net tangible assets of at least $4 million (after deducting the costs of fund raising) or a market capitalisation of at least $15 million; (b) if it is an investment entity other than pooled development fund, net tangible assets of at least $15 million; or (c) if it is a pooled development fund, net tangible assets of at least $2 million (Listing Rule 1.3.1 and 1.3.4)	Sections 3.3 and 7.6
60.	Evidence that: (a) at least half of the entity's total tangible assets (after raising any funds) is not cash or in a form readily convertible to cash;[28] or (b) there are commitments consistent with its stated objectives under Listing Rule 1.3.3(a) to spend at least half of the entity's cash and assets in a form readily convertible to cash And if (b) above applies, where in the Offer Document is there an expenditure program setting out those commitments (Listing Rule 1.3.2)	Page 12 and Section 7.6
61.	Where in the Offer Document is there a statement setting out the objectives the entity is seeking to achieve from its admission and the offer (Listing Rule 1.3.3(a))?	Sections 1 and 9.6, Annexure A (IGR)
62.	Is there a statement in the Offer Document that the entity has enough working capital at the time of its admission to carry out those stated objectives? If so, where is it? If not, attach a statement by an independent expert confirming that the entity has enough working capital to carry out its stated objectives (Listing Rule 1.3.3(b))	Page 12, Section 2 (page 23) and 7.6
63.	Evidence that the entity's working capital (as shown in its reviewed pro forma statement of financial position under listing Rule 1.3.5(d)) is at least $1.5 million (Listing Rule 1.3.3(c))	Section 3.3
64.	Audited accounts for the last 2 full financial years, including the audit reports (Listing Rule 1.3.5(a))	Incorporated on 25 March 2021. Audited accounts for the period ended 31 December 2021 - document 64 attached.
65.	If the entity's last financial year ended more than 6 months and 75 days before the date of this application, audited or reviewed accounts for the last half year (or longer period if available), including the audit report or review (Listing Rule 1.3.5(b))	Not applicable
66.	If the entity has in the 12 months before the date of this application acquired, or is proposing in connection with its application for admission to acquire, another entity or business that is significant in the context of the entity, audited accounts for the last 2 full financial years for that other entity or business, including the audit reports (Listing Rule 1.3.5(c) first bullet point)	Not applicable

[27] If the entity applying for admission to the official list is a trust, the statement should be signed by all of the directors of the responsible entity of the trust.

[28] In deciding if an entity's total tangible assets are in a form readily convertible to cash, ASX would normally not treat inventories or receivables as readily convertible to cash.

Nº	Item	Location/Confirmation
67.	If the entity has in the 12 months before the date of this application acquired, or is proposing in connection with its application for admission to acquire, another entity or business that is significant in the context of the entity and the last full financial year for that other entity or business ended more than 6 months and 75 days before the date of this application, audited or reviewed accounts for the last half year (or longer period if available) from the end of the last full financial year for that other entity or business, including the audit report or review (Listing Rule 1.3.5(c) second bullet point)	Not applicable
68.	A reviewed pro forma statement of financial position, including the review (Listing Rule 1.3.5(d))[29]	Section 3.3

Entities with restricted securities

69.	A statement setting out a list of any person (either on their own or together with associates) who has held a relevant interest in at least 10% of the entity's voting securities at any time in the 12 months before the date of this application	J P Morgan Nominees Australia Pty Limited
70.	A completed ASX Restricted Securities Table[30]	Provided
71.	Copies of all restriction deeds (Appendix 9A) entered into in relation to restricted securities (Listing Rule 9.1(b))[31]	Provided
72.	A list of all security holders sent a restriction notice (Appendix 9C) in relation to restricted securities and a sample of the restriction notice (Listing Rule 9.1(c))[32]	Not applicable
73.	If the entity intends to use a third party to maintain its issuer sponsored subregister, a written undertaking from that third party to comply with Listing Rule 9.1(e) (Listing Rule 9.1(f))	Provided
74.	Are any of the restricted securities in a class that is not intended to be quoted on ASX?	
	If so, a sample of the share certificate for the restricted securities with the statement required under Listing Rule 9.1(g)(iii).	Provided
	Copies of the undertaking(s) from a bank or recognised trustee to hold the certificates for the restricted securities in escrow (Listing Rule 9.1(g)(iv))	Provided
	If the entity intends to use a third party to maintain its certificated subregister, a written undertaking from that third party to comply with Listing Rule 9.1(g) (Listing Rule 9.1(h))	Provided

[29] The review must be conducted by a registered company auditor (or if the entity is a foreign entity, an overseas equivalent of a registered company auditor) or independent accountant.

[30] An electronic copy of the ASX Restricted Securities Table is available from the ASX Compliance Downloads page on ASX's website.

[31] ASX will advise which restricted securities are required to be escrowed via a restriction deed under Listing Rule 9.1 as part of the admission and quotation decision. If properly completed restriction deeds and related undertakings have not been provided for all such securities advised by ASX, that will need to be rectified prior to admission occurring and quotation commencing.

[32] ASX will advise which restricted securities are required to be escrowed via a restriction notice under Listing Rule 9.1 as part of the admission and quotation decision. If properly completed restriction notices have not been provided to all such securities advised by ASX, that will need to be rectified prior to admission occurring and quotation commencing.

Nº	Item	Location/Confirmation

Entities (other than mining exploration entities and oil and gas exploration entities) with classified assets[33]

75.	Within the 2 years preceding the date of the entity's application for admission to the official list, has the entity acquired, or entered into an agreement to acquire, a classified asset from any person? If so, where in the Offer Document does it disclose: (a) the date of the acquisition or agreement; (b) full details of the classified asset, including any title particulars; (c) the name of the vendor; (d) if the vendor was not the beneficial owner of the classified asset at the date of the acquisition or agreement, the name of the beneficial owner(s); (e) details of the relationship between the vendor (or, if the vendor was not the beneficial owner of the classified asset at the date of the acquisition or agreement, between the beneficial owner(s)) and the entity or any related party or promoter of, or adviser to, the entity; and (f) details of the purchase price paid or payable and all other consideration (whether legally enforceable or not) passing directly or indirectly to the vendor, and, if the vendor acquired the classified asset from a third party within that 2 year period, the equivalent details to those set out above in relation to the arrangements between the vendor and the third party?	Not applicable
	Is the vendor (or, if the vendor was not the beneficial owner of the classified asset at the date of the acquisition or agreement, are any of the beneficial owner(s)) a related party or promoter of the entity or an associate of a related party or promoter of the entity? If so, please enter "Confirmed" in the column to the right to indicate that the consideration paid by the entity for the classified asset was solely restricted securities, save to the extent it involved the reimbursement of expenditure incurred by the vendor in developing the classified asset[34] or the entity was not required to apply the restrictions in Appendix 9B under Listing Rule 9.2 (Listing Rule 1.1 Condition 11)	Not applicable
	If cash is being paid or proposed to be paid in connection with the acquisition of a classified asset from a related party or promoter, please provide supporting documentation to demonstrate that it was for the reimbursement of expenditure incurred by the vendor in developing the classified asset	Not applicable
	Please also provide a copy of the agreement(s) relating to the acquisition entered into by the entity and any expert's report or valuation obtained by the entity in relation to the acquisition	Not applicable

Mining entities

76.	A completed Appendix 1A Information Form and Checklist Annexure 1 (Mining Entities)[35]	Attached

[33] A "classified asset" is defined in Listing Rule 19.12 as:

(a) an interest in a mining exploration area or oil and gas exploration area or similar tenement or interest;

(b) an interest in intangible property that is substantially speculative or unproven, or has not been profitably exploited for at least three years, and which entitles the entity to develop, manufacture, market or distribute the property;

(c) an interest in an asset which, in ASX's opinion, cannot readily be valued; or

(d) an interest in an entity the substantial proportion of whose assets (held directly, or through a controlled entity) is property of the type referred to in paragraphs (a), (b) and (c) above.

[34] ASX may require evidence to support expenditure claims.

[35] An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

Nº	Item	Location/Confirmation

Oil and gas entities

77.	A completed Appendix 1A Information Form and Checklist Annexure 2 (Oil and Gas Entities)[36]	Not applicable

Entities incorporated or established outside of Australia

78.	A completed Appendix 1A Information Form and Checklist Annexure 3 (Foreign Entities)[37]	Not applicable

Externally managed entities

79.	A completed Appendix 1A Information Form and Checklist Annexure 4 (Externally Managed Entities)[38]	Not applicable

Stapled entities

80.	A completed Appendix 1A Information Form and Checklist Annexure 5 (Stapled Entities)[39]	Not applicable

Further documents to be provided before admission to the official list

In addition to the information and documents mentioned above, entities will be required to provide the following before their admission to the official list and the quotation of their securities commences:

- When available, 10 printed copies of the final Offer Document (see note 10 above);
- A statement setting out the names of the 20 largest holders in each class of securities to be quoted, and the number and percentage of each class of securities held by those holders;
- A distribution schedule of each class of equity securities to be quoted, setting out the number of holders in the following categories and the total percentage of the securities in that class held by the recipients in each category:
  - 1 - 1,000
  - 1,001 - 5,000
  - 5,001 - 10,000
  - 10,001 - 100,000
  - 100,001 and over
- The number of holders of a parcel of securities (excluding restricted securities or securities subject to voluntary escrow) with a value of more than $2,000, based on the issue/sale price;
- Any outstanding restriction deeds (Appendix 9A) and related undertakings;[40]
- Any outstanding restriction notices (Appendix 9C);[41] and
- Any other information that ASX may require under Listing Rule 1.17.[42]

[36] An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

[37] An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

[38] An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

[39] An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

[40] See note 31 above.

[41] See note 32 above.

[42] Among other things, this may include evidence to verify that an entity has met Listing Rule 1 Condition 8 and achieved minimum spread without using artificial means (see Guidance Note 1 section 3.9).

Information Form and Checklist
Annexure 1 (Mining Entities)

Name of entity	ABN/ACN/ARBN/ARSN
HEAVY RARE EARTHS LIMITED	**35 648 991 039**

This Annexure forms part of the Information Form and Checklist supplied by the entity named above to support its application for admission to the official list of ASX Limited (ASX) as an ASX Listing.

A reference in this Annexure to JORC means the Australasian Code for Reporting Exploration Results, Mineral Resources and Ore Resources - 2012 Edition, a copy of which is included in Annexure 5A of the Listing Rules. Terms used in this Annexure which are defined in JORC (including, without limitation, 'exploration target',' exploration results',' mineral resource', 'ore reserve' and 'competent person') have the same meaning as in JORC.

Nº	Item	Location/Confirmation

General requirements

Complete this section if the Offer Document includes any reference to an exploration target, exploration results or estimates of mineral resources or ore reserves.

1.	Where in the Offer Document does it state that the exploration target, exploration results or estimates of mineral resources or ore reserves (as the case may be) have been prepared and reported in accordance with JORC (Listing Rule 5.6)?[1]	Pages 26, 109 & 161 of the Independent Geologist's Report (IGR). Pages i, 1 & 80 of the IGR's Appendix 7.
2.	Where in the Offer Document does it state: • that the exploration target, exploration results or estimates of mineral resources or ore reserves (as the case may be) are based on, and fairly represent, information and supporting documentation prepared by a named competent person[2] or persons (Listing Rule 5.22(a) for material mining projects and JORC clause 9 for other projects); • whether the competent person is an employee of the mining entity or a related party and, if not, the name of the competent person's employer (Listing Rule 5.22(b) for material mining projects and JORC clause 9 for other projects)? • the name of the professional organisation of which the competent person is a member (Listing Rule 5.22(c) for material mining projects and JORC clauses 9 and 11 for other projects); and • that the competent person has given his or her prior written consent as to the form and context in which the exploration target, exploration results or estimates of mineral resources or ore reserves (as the case may be) and the supporting information are presented in the Offer Document (Listing Rule 5.22 for material mining projects and JORC clause 9 for other projects)?	Section 9.7 of the prospectus. Pages 26, 109 & 161 of the IGR. Pages i, 1 & 80 of the IGR's Appendix 7.

1 The Offer Document must use terminology consistent with the terms in Figure 1 of JORC. Terms such as 'mining inventory' or 'mineable resource' are not allowed.

2 JORC clause 11 defines a 'competent person' as a minerals industry professional who is a Member or Fellow of The Australasian Institute of Mining and Metallurgy, or of the Australian Institute of Geoscientists, or of a 'Recognised Professional Organisation', as included in a list available on the JORC and ASX websites. The person must have a minimum of five years relevant experience in the style of mineralisation or type of deposit under consideration and in the activity which that person is undertaking. If the competent person is preparing documentation on exploration results, the relevant experience must be in exploration. If the competent person is estimating, or supervising the estimation of mineral resources, the relevant experience must be in the estimation, assessment and evaluation of mineral resources. If the competent person is estimating, or supervising the estimation of ore reserves, the relevant experience must be in the estimation, assessment, evaluation and economic extraction of ore reserves.

Nº	Item	Location/Confirmation
3.	Please enter "Confirmed" in the column to the right to indicate that the Offer Document discloses any potential conflict of interest any of the named competent persons may have and, if it does, indicate where in the Offer Document that disclosure has been made (JORC clause 9)?	Confirmed
4.	Is there an Independent Geologist's Report included in the Offer Document? If so, where does it state that any exploration target, exploration results or estimates of mineral resources or ore reserves (as the case may be): • are based on, and fairly represent, information and supporting documentation prepared by a named competent person or persons; • the name of the professional organisation of which the competent person is a member; and • that the competent person has given his or her prior written consent as to the form and context in which the exploration target, exploration results or estimates of mineral resources or ore reserves (as the case may be) and the supporting information are presented in the report (Listing Rule 5.22 for material mining projects and JORC clause 9 for other projects)?	Yes refer: Pages 26, 109 & 161 of the IGR. Pages i, 1 & 80 of the IGR's Appendix 7.
	Is the Independent Geologist's Report either a technical assessment report, valuation report, or fairness and reasonableness report prepared in accordance with the Valmin Code? If so, where does it state in the report the declarations required by section 12 of the Valmin Code?	No
5.	Does the Offer Document include a "metal equivalents" calculation? If so, where does the Offer Document include the following information required under JORC clause 50: • individual grades for all metals included in the metal equivalent calculation; • except where the information is commercially sensitive, the assumed commodity prices for all metals;[3] • assumed metallurgical recoveries for all metals and a discussion of the basis on which the assumed recoveries are derived (metallurgical test work, detailed mineralogy, similar deposits, etc);[4] • a clear statement that it is the entity's opinion that all the elements included in the metal equivalents calculation have a reasonable potential to be recovered and sold; and • the calculation formula used?	No
6.	Please enter "Confirmed" in the column to the right to indicate that the Offer Document does not include any reference to "in situ" or "in ground" values (JORC clause 51).	Confirmed

[3] Actual assumed prices should be disclosed. It is not sufficient to refer to a "spot price", without disclosing the actual price in question. Where the actual assumed prices used are said to be commercially sensitive, the entity must disclose sufficient information, perhaps in narrative rather than numerical form, for investors to understand the methodology it has used to determine these prices.

[4] Estimates of metallurgical recoveries for each metal must be used to calculate meaningful metal equivalents. Reporting on the basis of metal equivalents is not appropriate if metallurgical recovery information is not available or able to be estimated with reasonable confidence.

Nº	Item	Location/Confirmation

Exploration targets

Complete this section if the Offer Document includes any reference to an exploration target.

7.	Where in the Offer Document does it disclose a detailed explanation of the basis for the exploration target, including whether the target is based on actual exploration results or on proposed exploration programmes and a specific description of the level of exploration activity already completed (JORC clause 17)?	Not applicable
8.	Where in the Offer Document does it state the proposed exploration activities designed to test the validity of the exploration target and the timeframe within which those activities are expected to be completed (JORC clause 17)?	Not applicable
9.	Where in the Offer Document does it include the required statement by a named competent person taking responsibility for the form and context in which the exploration target appears (JORC clause 17)?	Not applicable
10.	Where in the Offer Document does it include the required clarification statement that the potential quantity and grade is conceptual in nature, that there has been insufficient exploration to estimate a mineral resource and that it is uncertain if further exploration will result in the estimation of a mineral resource (JORC clause 17)?[5]	Not applicable
11.	Please enter "Confirmed" in the column to the right to indicate that the following JORC requirements have been satisfied: • information relating to the exploration target has been expressed so that it cannot be misrepresented or misconstrued as an estimate of a mineral resource or ore reserve and the terms "resource" and "reserve" have not been used in this context (JORC clause 17); • the exploration target is expressed as a tonnage and grade range and as an approximation only (JORC clause 17); • the Offer Document includes a description of the process used to determine the grade and tonnage ranges used to describe the exploration target (JORC clause 17); • there are no "headline statements" in the Offer Document referring to the exploration target (JORC clause 17); and • the exploration target does not include a "metal equivalent" estimate or calculation (JORC clause 50).	Not applicable

Exploration results

Complete this section if the Offer Document includes any reference to exploration results

12.	Where in the Offer Document is the separate report in relation to each of the criteria in sections 1 and 2 of JORC Table 1 (Listing Rule 5.7.1)?[6]	Appendix A of the IGR's Appendix 7.

[5] Note that the clarification statement must be within the same paragraph as the first reference to the exploration target in the Offer Document.

[6] If an entity that determines that any of the criteria is not material to understanding the exploration results, the entity must identify the criteria and explain why it has determined that it is not material to that understanding.

Nº	Item	Location/Confirmation
13.	Where in the Offer Document is the separate table setting out the following information for material drill-holes (unless the entity determines that the information is not material):[7] • easting and northing of the drill-hole collar; • elevation or RL of the drill-hole collar; • dip and azimuth of the hole; • down hole width and depth; and • end of hole (Listing Rule 5.7.2)?	Appendix B of the IGR's Appendix 7.
14.	Please enter "Confirmed" in the column to the right to indicate that the following JORC requirements have been satisfied: • if the exploration results relate to mineralisation not classified as a mineral resource or ore reserve, then estimates of tonnages and average grade have not been assigned to the mineralisation except as an exploration target in accordance with JORC clause 17 (JORC clause 18); • if true widths of mineralisation are not reported, an appropriate qualification has been included in the Offer Document (JORC clause 19); • clear diagrams and maps designed to represent the geological context have been included in the Offer Document which include a plan view of drill hole collar locations and appropriate sectional views (JORC clause 19); • there has been no selected disclosure of information such as isolated assays, isolated drill holes, assays of panned concentrates or supergene enriched soils or surface samples, without placing them in perspective (JORC clause 19); • if the Offer Document includes exploration results based on rock chip or grab sampling, the location (represented as a table, diagram or map), total number and assay results for the sampling have been included for each sample so as to ensure samples are representative and not selectively reported (JORC clause 19 and JORC Table 1); and • if the Offer Document reports visual results in the absence of assays, it does not include any reference to the grade or economic potential of the mineralisation (Example D in Annexure A of Guidance Note 8).	Confirmed

Mineral resources

Complete this section if the Offer Document includes any reference to an estimate of mineral resources.

15.	Where in the Offer Document does the competent person explicitly discuss the basis for the reasonable prospects for eventual economic extraction of the mineral resource (JORC clause 20)?	Section 5 & Appendix A of the IGR's Appendix 7.
16.	Where in the Offer Document does the competent person explicitly discuss the technical and economic support for the cut-off assumption applied (JORC clause 20)?	Executive Summary, Section 5 & Appendix A of the IGR's Appendix 7.
17.	Where in the Offer Document does it disclose the relevant geology and geological interpretation (Listing Rule 5.8.1 first bullet point)?[8]	Sections 6, 9, 10 & 11 of the IGR. Section 2 & Appendix A of the IGR's Appendix 7.

[7] An entity that determines that a drill-hole table setting out the information described above is not material, is not required to attach the table to the Offer Document but must explain why it has determined that the table is not material to understanding the exploration results.

[8] Note that the information referred in items 17-24 should be disclosed independently from the separate report in relation to each of the criteria in sections 1, 2 and 3 (and 5 if appropriate) of JORC Table 1 required under Listing Rule 5.8.2 mentioned in item 25 below.

Nº	Item	Location/Confirmation
18.	Where in the Offer Document does it disclose the entity's sampling and sub-sampling techniques (Listing Rule 5.8.1 second bullet point)?	Sections 10 & 11 of the IGR. Section 3 & Appendix A of the IGR's Appendix 7.
19.	Where in the Offer Document does it disclose the entity's drilling techniques (Listing Rule 5.8.1 third bullet point)?	Section 10 of the IGR. Section 3 & Appendix A of the IGR's Appendix 7.
20.	Where in the Offer Document does it disclose the criteria used for classification, including drill and data spacing and distribution – this includes separately identifying the drill spacing used to classify each category of mineral resources (inferred, indicated and measured) where estimates for more than one category of mineral resource are reported (Listing Rule 5.8.1 fourth bullet point)?	Section 4 & Appendix A of the IGR's Appendix 7.
21.	Where in the Offer Document does it disclose the entity's sample analysis method (Listing Rule 5.8.1 fifth bullet point)?	Section 10 of the IGR. Section 3 & Appendix A of the IGR's Appendix 7.
22.	Where in the Offer Document does it disclose the entity's estimation methodology (Listing Rule 5.8.1 sixth bullet point)?	Section 11 of the IGR. Section 4 & Appendix A of the IGR's Appendix 7.
23.	Where in the Offer Document does it disclose the entity's cut-off grade(s), including the basis for the selected cut-off grade(s) (Listing Rule 5.8.1 seventh bullet point)?	Sections 4, 5 & Appendix A of the IGR's Appendix 7.
24.	Where in the Offer Document does it disclose mining and metallurgical methods and parameters, and other material modifying factors considered to date (Listing Rule 5.8.1 eighth bullet point)?	Section 4 & Appendix A of the IGR's Appendix 7.
25.	Where in the Offer Document is the separate report in relation to each of the criteria in sections 1, 2 and 3 (and 5 if appropriate) of JORC Table 1 (Listing Rule 5.8.2)?[9]	Appendix A of the IGR's Appendix 7.

26.	Please enter "Confirmed" in the column to the right to indicate that the following JORC requirements have been satisfied:
	• the mineral resource estimate has been appropriately classified according to increasing geological confidence (ie inferred, indicated or measured – JORC clause 20-24);
	• if an estimation of an inferred mineral resource is presented on the basis of extrapolation beyond the nominal sampling spacing and taking into account the style of mineralisation, the report contains sufficient information to inform the reader of:
	  • the maximum distance that the resource is extrapolated beyond the sample points;
	  • the proportion of the resource that is based on extrapolated data;
	  • the basis on which the resource is extrapolated to these limits; and
	  • a diagrammatic representation of the inferred mineral resource showing clearly the extrapolated part of the estimated resource (JORC clause 21);
	• the mineral resource estimate has been rounded off to appropriately significant figures, is referred to as an estimate not as a calculation and,
		Confirmed

[9] If an entity that determines that any of the criteria is not material to understanding the estimate of mineral resources, the entity must identify the criteria and explain why it has determined that it is not material to that understanding.

Nº	Item	Location/Confirmation
	in the case of inferred mineral resources, is qualified by the term 'approximately' (JORC clause 25); • where contained metal or mineral content has been reported, corresponding tonnages and grade have also been reported (JORC clause 26); • inferred, indicated or measured resources have not been reported as a combined estimate unless details for the individual categories have also been provided (JORC clause 26); and • resource estimates have not been aggregated with reserve estimates to report a single combined figure (JORC clause 26).	

Ore reserves

Complete this section if the Offer Document includes any reference to an estimate of ore reserves.

27. Where in the Offer Document does it disclose the material assumptions and the outcomes from any pre-feasibility study (PFS) or feasibility study (FS), as the case may be, defining the ore reserves (Listing Rule 5.9.1 first bullet point)?[10]	Not applicable
28. Where in the Offer Document does it disclose the criteria used for classification, including the classification of the mineral resources on which the ore reserves are based and the confidence in the modifying factors applied (Listing Rule 5.9.1 second bullet point)?	Not applicable
29. Where in the Offer Document does it disclose the mining method selected and other mining assumptions, including mining recovery factors and mining dilution factors (Listing Rule 5.9.1 third bullet point)?	Not applicable
30. Where in the Offer Document does it disclose the processing method selected and other processing assumptions, including the recovery factors applied and the allowances made for deleterious elements (Listing Rule 5.9.1 fourth bullet point)?	Not applicable
31. Where in the Offer Document does it disclose the basis of the cut-off grade(s) or quality parameters applied (Listing Rule 5.9.1 fifth bullet point)?	Not applicable
32. Where in the Offer Document does it disclose estimation methodology (Listing Rule 5.9.1 sixth bullet point)?	Not applicable
33. Where in the Offer Document does it disclose material modifying factors, including the status of environmental approvals, mining tenements and approvals, other governmental factors and infrastructure requirements for the selected mining methods and for transportation to market (Listing Rule 5.9.1 seventh bullet point)?	Not applicable
34. Where in the Offer Document is the separate report in relation to each of the criteria in sections 1, 2, 3 and 4 (and 5 if appropriate) of JORC Table 1 (Listing Rule 5.9.2)?[11]	Not applicable

[10] If the economic assumptions are commercially sensitive to the entity, an explanation of the methodology used to determine the assumptions rather than the actual figure can be reported.

[11] If an entity that determines that any of the criteria is not material to understanding the estimate of ore reserves, the entity must identify the criteria and explain why it has determined that it is not material to that understanding.

Nº	Item	Location/Confirmation
35.	Please enter "Confirmed" in the column to the right to indicate that the following JORC requirements have been satisfied: • the reserve estimate has been appropriately classified according to increasing geological confidence (ie probable or proved – JORC clause 29-32); • the reserve estimate has been rounded off to appropriately significant figures (JORC clause 33); • where present metal or mineral content has been reported, corresponding tonnages and grade have also been reported (JORC clause 34); • proved and probable reserves have not been reported as a combined estimate unless details for the individual categories have also been provided (JORC clause 34); • reserve estimates have not been aggregated with resource estimates to report a single combined figure (JORC clause 36); and • where figures for both resources and reserves are reported, a statement has been included in the Offer Document which clearly indicates whether the resources are inclusive of, or additional to, the reserves (JORC clause 36).	Not applicable

Production targets or financial information derived from production targets

Complete this section if the Offer Document includes any reference to a production target or financial information derived from a production target (such as forecast revenues, forecast costs of production, forecast capex, a net present value, internal rate of return or payback period).

36.	Where in the Offer Document does it disclose the material assumptions on which the production target is based (Listing Rule 5.16.1)?	Not applicable
	Specifically, where in the Offer Document does it disclose the material assumptions about the 'modifying factors' in the JORC Code?	Not applicable
	Specifically, where in the Offer Document does it disclose the material assumptions about the scheduling of development and production and the availability of project finance?	Not applicable
37.	Where in the Offer Document does it state that the reserves or resources underpinning the production target have been prepared by a competent person in accordance with the JORC Code (Listing Rule 5.16.2)?[12]	Not applicable
38.	Where in the Offer Document does it state the relevant proportions of ore reserves, mineral resources, exploration target and qualifying foreign estimates underpinning the production target (Listing Rule 5.16.3)?	Not applicable
39.	Is a proportion of the production target based on an inferred mineral resource? If so, please indicate where in the Offer Document the required cautionary statement has been included stating that:[13] "*There is a low level of geological confidence associated with inferred mineral resources and there is no certainty that further exploration work will result in the determination of indicated mineral resources or that the production target itself will be realised*" (Listing Rule 5.16.4)?	Not applicable

[12] Note that disclosing a production target that is based solely on an exploration target or solely on a combination of inferred mineral resources and an exploration target is prohibited (Listing Rule 15.5(a)), as is disclosing a production target based solely or partly on historical estimates or foreign estimates (other than qualifying foreign estimates) of mineralisation (Listing Rule 15.5(b)). A production target that is based solely on an inferred mineral resource must comply with Listing Rule 5.16.6.

[13] Note that the cautionary statement must be proximate to, and have equal prominence as, the reported production target.

Nº	Item	Location/Confirmation
40.	Is a proportion of the production target based on an exploration target?	
	If so, where in the Offer Document does it include a statement of the factors that lead the entity to believe that it has a reasonable basis for reporting the production target in that context (Listing Rule 5.16.5 and section 8 of Guidance Note 31 *Reporting on Mining Activities*)?	Not applicable
	Please also indicate where in the Offer Document the required cautionary statement has been included stating that:[14] "*The potential quantity and grade of an exploration target is conceptual in nature, there has been insufficient exploration to determine a mineral resource and there is no certainty that further exploration work will result in the determination of mineral resources or that the production target itself will be realised.*" (Listing Rule 5.16.5 and section 8 of Guidance Note 31 *Reporting on Mining Activities*)?	Not applicable
41.	Is the Production Target based solely on an inferred mineral resource?	
	If so, where in the Offer Document does it include a statement of the factors that lead the entity to believe that it has a reasonable basis for reporting the production target based solely on inferred mineral resources (Listing Rule 5.16.6 and section 8.7 of Guidance Note 31 *Reporting on Mining Activities*)?	Not applicable
	Please indicate where in the Offer Document it states the level of confidence with which the inferred mineral resources are estimated and the basis for that level of confidence (Listing Rule 5.16.6)	Not applicable
	Please also indicate where in the Offer Document the required cautionary statement has been included stating that:[15] "*There is a low level of geological confidence associated with inferred mineral resources and there is no certainty that further exploration work will result in the determination of indicated mineral resources or that the production target itself will be realised. The stated production target is based on the company's current expectations of future results or events and should not be solely relied upon by investors when making investment decisions. Further evaluation work and appropriate studies are required to establish sufficient confidence that this target will be met.*" (Listing Rule 5.16.6)	Not applicable
	And provide a copy of the technical report required under Listing Rule 5.16.6 to support the production target with a sufficient level of confidence and which has been prepared by, or under the supervision of, a named independent competent person or persons and includes the information referred to in Listing Rules 5.22(b) and (c)	Not applicable
42.	Is the production target based on a portion of inferred mineral resources and/or an exploration target in addition to ore reserves and/or measured and indicated mineral resources?	
	If so, please enter "Confirmed" in the column to the right to indicate that the entity is satisfied that the respective proportions of inferred mineral resources and the exploration target are not the determining factors in project viability (section 8.5 of Guidance Note 31 *Reporting on Mining Activities*)	Not applicable

[14] Note again that the cautionary statement must be proximate to, and have equal prominence as, the reported production target.

[15] Note again that the cautionary statement must be proximate to, and have equal prominence as, the reported production target.

Nº	Item	Location/Confirmation
	Please also enter "Confirmed" in the column to the right to indicate that the inferred mineral resources and exploration target do not feature as a significant proportion early in the mine plan (section 8.5 of Guidance Note 31 *Reporting on Mining Activities*)	Not applicable
43.	Is a proportion of the production target based on qualifying foreign estimates that have not been verified and reported as mineral resources or ore reserves in accordance with the JORC Code after 3 years from the date the qualifying foreign estimates were initially reported? If so, where in the Offer Document is the statement and explanation referred to in Listing Rule 5.14.2 (Listing Rule 5.16.7)?	Not applicable
44.	Does the Offer Document include forecast financial information derived from a production target relating to: • the mineral resources and ore reserves holdings of the entity (an entity level production target); or • a material mining project of the entity (or two or more mining projects which together are material to the entity)?	
	If so, where in the Offer Document does it include all material assumptions on which the forecast financial information is based (Listing Rule 5.17.1)?[16]	Not applicable
	Where in the Offer Document does it state the production target from which the forecast financial information is derived, including all the information contained in Listing Rule 5.16 (Listing Rule 5.17.2)	Not applicable
	If a significant proportion of the production target is based on an exploration target, where in the Offer Document does it state the implications for the forecast financial information of not including the exploration target in the production target (Listing Rule 5.17.3)	Not applicable

Scoping studies[17]

Complete this section if the Offer Document includes any reference to a scoping study.

45.	Is the scoping study partially supported by an inferred mineral resource and/or exploration target? If so, where in the Offer Document does it state both the proportion and relative sequencing of the inferred mineral resource and/or exploration target within the scoping study (JORC clause 38)?	Not applicable
46.	Where in the Offer Document is the cautionary statement required under clause 38 of the JORC Code about the scoping study?[18]	Not applicable
47.	Has the sample cautionary statement suggested in clause 38 of the JORC Code been augmented to reflect the surrounding facts and circumstances and to address the other issues dealt with in ASX's scoping study guidance (ASX Scoping Study Guideline 4)?	Not applicable

[16] If the economic assumptions are commercially sensitive to the entity, an explanation of the methodology used to determine the assumptions rather than the actual figure can be reported. Note, however, that economic assumptions may not be commercially sensitive. An entity that considers that certain information is commercially sensitive should refer to section 8.6 of Guidance Note 31 on the steps ASX expects it to take in these circumstances.

[17] JORC clause 38 defines a "scoping study" as an order of magnitude technical and economic study of the potential viability of mineral resources. It includes appropriate assessments of realistically assumed modifying factors together with any other relevant operational factors that are necessary to demonstrate at the time of reporting that progress to a pre-feasibility study can be reasonably justified.

[18] Note that the cautionary statement must be in the same paragraph as, or immediately following, the disclosure of the scoping study.

Nº	Item	Location/Confirmation

Mining exploration entities

Complete this section if the entity is a mining exploration entity.

48. Where in the Offer Document is there a map or maps of the entity's mining tenements prepared by a competent person, which:
    - indicate the geology and other pertinent features of the tenements, including their extent and location in relation to a capital city or major town, and relative to any nearby properties which have a significant bearing on the potential of the tenements;
    - are dated; and
    - identify the competent person and the report to which they relate?

    Pages 56-65 & 113-122 of the IGR.

49. Where in the Offer Document is there a schedule of the entity's mining tenements prepared by a competent person, which states in relation to each mining tenement:
    - the geographical area where the mining tenement is situated;
    - the nature of the title to the mining tenement;
    - whether the title has been formally confirmed or approved and, if not, whether an application for confirmation or approval is pending and whether the application is subject to challenge; and
    - the person in whose name the title to the mining tenement is currently held?

    Appendices 4 & 6 of the IGR.

50. Where in the Offer Document is there a statement setting out a program of expenditure, together with a timetable for completion of an exploration program, in respect of each mining tenement (or, where applicable, each group of tenements)?

    Section 7.6 of the prospectus.
    Pages 23-24 of the IGR.

51. Within the 2 years preceding the date of the entity's application for admission to the official list, has the entity acquired, or entered into an agreement to acquire, an interest in a mining exploration area or similar mining tenement from any person?

    If so, where in the Offer Document does it disclose:
    - the date of the acquisition or agreement;
    - full details of the tenement, including any title particulars;
    - the name of the vendor;
    - if the vendor was not the beneficial owner of the tenement at the date of the acquisition or agreement, the name of the beneficial owner;
    - details of any relationship between the vendor (or, if the vendor was not the beneficial owner of the tenement at the date of the acquisition or agreement, between the beneficial owner(s)) and the entity or any related party or promoter of, or adviser to, the entity; and
    - details of the purchase price paid or payable and all other consideration (whether legally enforceable or not) passing directly or indirectly to the vendor,

    and, if the vendor acquired the tenement from a third party within that 2 year period, the equivalent details to those set out above in relation to the arrangements between the vendor and the third party?

    Section 9.2(a) of the prospectus.

Nº	Item	Location/Confirmation
	Is the vendor (or, if the vendor was not the beneficial owner of the tenement at the date of the acquisition or agreement, are any of the beneficial owner(s)) a related party or promoter of the entity or an associate of a related party or promoter of the entity? If so, please enter "Confirmed" in the column to the right to indicate that the consideration paid by the entity for the tenement was solely restricted securities, save to the extent it involved the reimbursement of expenditure incurred in developing the tenement[19] or the entity was not required to apply the restrictions in Appendix 9B under Listing Rule 9.1.3 (Listing Rule 1.1 Condition 11)	No, refer prior in-principle advice from ASX dated 21 April 2022.
	Please also provide a copy of the agreement(s) relating to the acquisition entered into by the entity and any expert's report or valuation obtained by the entity in relation to the acquisition	Documents 43(a) – (b) as accompanied the information form and checklist.
52.	Is the entity or a child entity in a joint venture arrangement to investigate or explore a mining tenement? If so, please provide a copy of the joint venture agreement	Not applicable
	Where in the joint venture agreement does it provide that if the entity requires it, the operator of the joint venture will give the entity all the information the entity requires to comply with the Listing Rules, and that the information may be given to ASX for release to the market if necessary for the entity to comply with the Listing Rules (Listing Rule 5.45)?	Not applicable

Historical or foreign estimates for a material mining project[20]

Complete this section if the Offer Document includes any reference to historical or foreign estimates for a material mining project.

53.	Where in the Offer Document does it disclose the source and date of the historical estimates or foreign estimates (Listing Rule 5.12.1)?	Not applicable
54.	Where in the Offer Document does it disclose whether the historical estimates or foreign estimates use categories of mineralisation other than those defined in JORC and if so, an explanation of the differences (Listing Rule 5.12.2)?	Not applicable
55.	Where in the Offer Document does it disclose the relevance and materiality of the historical estimates or foreign estimates to the entity (Listing Rule 5.12.3)?	Not applicable
56.	Where in the Offer Document does it disclose the reliability of the historical estimates or foreign estimates, including by reference to any of the criteria in JORC Table 1 which are relevant to understanding the reliability of the historical estimates or foreign estimates (Listing Rule 5.12.4)?	Not applicable

[19] ASX may require evidence to support expenditure claims.

[20] An "historical estimate" is an estimate of quantity and grade of mineralisation that is based on information and supporting documentation that was prepared prior to the introduction of JORC (1989) and which an entity has not verified as mineral resources or ore reserves in accordance with JORC (Listing Rule 19.12). A "foreign estimate" is an estimate of quantity and grade of mineralisation that was prepared using a mineral resources classification and reporting standard from another jurisdiction prior to an entity acquiring, or entering into an agreement to acquire, an interest in a mining tenement that contains the deposit, and which the entity has not verified as mineral resources or ore reserves in accordance with JORC (Listing Rule 19.12). Note that an entity must not include historical estimates or foreign estimates (other than qualifying foreign estimates) of mineralisation in an economic analysis (including a scoping study, preliminary feasibility study, or a feasibility study) of the entity's mineral resources and ore reserves holdings (see Listing Rule 5.11).

Nº	Item	Location/Confirmation
57.	Where in the Offer Document does it disclose, to the extent known, a summary of the work programs on which the historical estimates or foreign estimates are based and a summary of the key assumptions, mining and processing parameters and methods used to prepare the historical estimates or foreign estimates (Listing Rule 5.12.5)?	Not applicable
58.	Where in the Offer Document does it disclose any more recent estimates or data relevant to the reported mineralisation available to the entity (Listing Rule 5.12.6)?	Not applicable
59.	Where in the Offer Document does it disclose the evaluation and/or exploration work that needs to be completed to verify the historical estimates or foreign estimates as mineral resources or ore reserves in accordance with JORC (Listing Rule 5.12.7)?	Not applicable
60.	Where in the Offer Document does it disclose the proposed timing of any evaluation and/or exploration work that the entity intends to undertake and a comment on how the entity intends to fund that work (Listing Rule 5.12.8)?	Not applicable
61.	Where in the Offer Document does it include the required cautionary statement that: • the estimates are historical estimates or foreign estimates and are not reported in accordance with the JORC Code; • a competent person has not done sufficient work to classify the historical estimates or foreign estimates as mineral resources or ore reserves in accordance with the JORC Code; and • it is uncertain that following evaluation and/or further exploration work that the historical estimates or foreign estimates will be able to be reported as mineral resources or ore reserves in accordance with the JORC Code (Listing Rule 5.12.9)?[21]	Not applicable
62.	Where in the Offer Document does it include the required statement by a named competent person or persons that the information in the Offer Document provided under Listing Rules 5.12.2 to 5.12.7 is an accurate representation of the available data and studies for the project and the information referred to in Listing Rules 5.22(b) and (c) (Listing Rule 5.12.10)?	Not applicable

[21] Note that the cautionary statement must be proximate to, and have equal prominence as, the reported historical estimates or foreign estimates.