

29 January 2021

Australian Securities Exchange
Level 4, 20 Bridge Street
SYDNEY
NSW 2000

AUD \$10M CONVERTIBLE BONDS ISSUE TO REFINANCE MATURING DEBT INSTRUMENTS

Directors of Bathurst Resources Limited (“BRL”) advise that AUD convertible bonds (“AUD bonds”) will be issued on the 1 February 2021 to wholesale investors.

The AUD bonds are being issued to preserve working capital during the period of historically lower export pricing, and to largely refinance the Company’s USD subordinated bonds and NZD convertible notes which mature on the same date.

Key details of the AUD bonds are as follows:

Issue date:	1 February 2021
Maturity date:	1 August 2022
Coupon:	9 percent (payable semi-annually)
Face value:	AUD \$10m in aggregate
Subscription price per bond:	AUD \$50k
Conversion price:	AUD 0.049 per share
Maximum conversion shares:	204,081,600 (1,020,408 per bond x 200 AUD bonds)

The terms of the AUD Bonds were agreed on 31 December 2020 with the conversion price at a 30% premium over the 90 day VWAP of BRL shares up to 31 December 2020.

A summary of terms of the AUD bond is provided on the next page.

On behalf of Bathurst Resources Limited.



Russell Middleton
Director

Summary of AUD bond terms

Issue price	AUD \$50k per bond
Issue date	1 February 2021
Maturity date	18 months from date of issue (1 August 2022)
Interest payment	Semi-annual interest payment of 9% p.a.
Bonds issued	200
Face value	AUD \$10 million in aggregate
Conversion	<ul style="list-style-type: none"> • Each bond can be converted into ordinary shares in BRL at the election of the holder any time between 1 May 2021 and 10 business days before the maturity date. • Each bond converts into ordinary shares at a fixed conversion ratio, being the aggregate issue price divided by a fixed conversion price of AUD \$0.049. • Should shareholder approval be required to facilitate conversion into ordinary shares in BRL, then BRL intends to seek shareholder approval for the conversion of the AUD bonds.
Early redemption	<ul style="list-style-type: none"> • The bond holder at any time after the issue date and before the maturity date can redeem the bonds if BRL's shares cease to be listed or admitted to trading on the ASX, or are suspended for trading for more than 90 consecutive trading days; or an event of default occurs; or a change of control occurs. • BRL can at any time between 1 July 2021 and 10 days before maturity date elect for the redemption of the bonds, at an amount equal to 105% of the face value of the bonds.
Security	The bonds are a secured debt security. BRL will grant the bond holders a general security interest in respect of all of BRL's present and after acquired property, excluding certain assets.
Ranking	Except as required by law and subject to any permitted security interest, the bonds will rank ahead of all unsecured and subordinated obligations of BRL. The bond holders will have the right to payment equal to the sum of the issue price plus accrued interest.