

12 May 2020

## **ST GEORGE OPENS SHARE PURCHASE PLAN**

Growth focused Western Australian nickel company St George Mining Limited (ASX: **SGQ**) (“**St George**” or “**the Company**”) is pleased to provide further details of the Share Purchase Plan (**SPP**) for Eligible Shareholders (defined below).

### ***SPP Terms and Conditions:***

Attached is the SPP Offer Letter that outlines the terms and conditions of the SPP. A proforma of the SPP Application Form is also attached.

Computershare, which manages the St George share register, is mailing the Offer Letter to Eligible Shareholders today together with a personalised SPP Application Form.

The SPP will be open for applications from tomorrow, 13 May 2020.

### ***Online Access to Application Form:***

Eligible Shareholders can also access their personalised SPP Application Form online, and can apply for shares in the SPP without waiting for the arrival of documentation in the mail.

Where an Eligible Shareholder has previously provided their email address to our share registry, they will receive an email from Computershare with a link to access their personalised SPP Application Form.

Eligible Shareholders can also access their personalised SPP Application Form by logging into the Computershare Investor Centre at [www.investorcentre.com/au](http://www.investorcentre.com/au) using their Holder ID and postcode or username and password. Once logged in, select ‘Statements and Documents’ and click to view the form titled *SPP Applications dated 12 May 2020*.

If you have any queries or need assistance, please contact St George’s Company Secretary, Sarah Shipway on 0437 220 697 or email [sarah.shipway@stgm.com.au](mailto:sarah.shipway@stgm.com.au) or contact Computershare on 1300 555 159.

### ***Closing Date for SPP:***

Participation under the SPP is optional and available exclusively to shareholders of the Company who are registered as holders of Shares at 5:00pm (WST) on Friday, 8 May 2020 and whose registered address is in Australia or New Zealand (**Eligible Shareholders**).

The SPP is scheduled to close on Friday, 29 May 2020 (**Closing Date**), and Eligible Shareholders are urged to submit Application Forms as early as possible. The Company reserves the right to close the SPP earlier than the Closing Date.

Authorised for release by the Board of St George Mining Limited.

### **For further information, please contact:**

#### **John Prineas**

Executive Chairman

St George Mining Limited

+61 411 421 253

[john.prineas@stgm.com.au](mailto:john.prineas@stgm.com.au)

#### **Peter Klinger**

Media and Investor Relations

Cannings Purple

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[pklinger@canningspurple.com.au](mailto:pklinger@canningspurple.com.au)

12 May 2020

Dear Shareholder,

### Invitation to Participate in Share Purchase Plan

On 7 May 2020, St George Mining Limited (ACN 139 308 973) (**SGQ or the Company**) announced that it had secured commitments for a placement of fully paid ordinary shares (**Shares**) at a price of \$0.08 per Share to sophisticated and professional investors, raising approximately \$3,600,000 (**Placement**).

The Placement will be completed in the coming days and Shares will be issued under the Company's placement capacity pursuant to ASX Listing Rule 7.1 and ASX Listing Rule 7.1A.

In order to provide Eligible Shareholders (defined below) with the ability to participate in the Company's capital raising activities, the Company is pleased to provide details of a Share Purchase Plan (**Plan**).

Under the Plan, Eligible Shareholders will have the opportunity to purchase up to \$20,000 worth of Shares at the same price as the Placement, irrespective of the size of their shareholding, without incurring brokerage or transaction costs.

The offer under the Plan (**Offer**) will raise a maximum of \$1,600,000 on the terms and conditions (**Terms and Conditions**) contained in this letter.

In conjunction with the Placement, this will provide the Company with total new funds of approximately \$5,200,000. These new funds will support the Company's exploration activities including the 2020 drill programme for the Mt Alexander Project, now scheduled to start in late May 2020.

### Shareholders Eligible to Participate in the Plan

Participation under the Plan is optional and is available exclusively to shareholders of the Company who are registered as holders of Shares at 5:00pm (WST) on Friday, 8 May 2020 (**Record Date**) and whose registered address is in Australia or New Zealand (**Eligible Shareholders**).

### Share Purchase Plan

The Plan entitles Eligible Shareholders, irrespective of the size of their shareholding, to purchase up to \$20,000 worth of Shares at an issue price of \$0.08 per Share (**Price**) being the same price as the Shares offered to sophisticated and professional investors under the Placement. The Price represents a discount of 13.17% to the volume weighted average market price (**VWAP**) of the Shares over the last 5 trading days on which sales in the Shares were recorded before the day on which the Plan was announced, being \$0.0921.

The Closing Date for the Plan is **Friday, 29 May 2020**. The Company reserves the right to close the Plan earlier than this date. All Eligible Shareholders are encouraged to submit their application as early as possible.

If \$1,600,000 is raised under the Plan, the number of new Shares to be issued will be 20,000,000. Depending on applications received the Company may, in its absolute discretion, undertake a scale back.

Whilst the Company intends to raise \$1,600,000 under the Plan, the Company reserves the right to accept additional applications subject to shareholder demand. However, the maximum number of Shares which can be issued under the Plan is limited by the ASX Listing Rules to a maximum of 123,783,380 Shares, which is equal to 30% of the Company's existing issued share capital.

The Plan will not be underwritten.

An application form for the Plan (**Application Form**) is included in this package.

**ST GEORGE MINING LIMITED ACN 139 308 973**

Level 1, 115 Cambridge Street, PO Box 1305, West Leederville, WA 6007 | [www.stgeorgemining.com.au](http://www.stgeorgemining.com.au)

Phone +618 9322 6600 | Facsimile +618 9322 6610

## Current Activities

Details of the Company's current activities are set out in the announcements made by the Company to the ASX and are available from the ASX, or the Company's website at [www.stgeorgemining.com.au](http://www.stgeorgemining.com.au).

The funds raised under the Plan and the Placement will be used for exploration expenditure and general working capital.

## How much can you invest?

Eligible Shareholders may each apply for a maximum of \$20,000 worth of Shares and a minimum of \$2,000 worth of Shares under the Plan.

## How to accept this Offer

To apply for Shares under the Plan, please follow the instructions on the enclosed personalised Application Form.

Eligible Shareholders may participate by selecting only one of the following offers to purchase Shares under the Plan:

	Total amount payable	Number of Shares which may be purchased
Offer A	\$20,000	250,000
Offer B	\$15,000	187,500
Offer C	\$10,000	125,000
Offer D	\$5,000	62,500
Offer E	\$2,000	25,000

The number of Shares to which you are entitled will be calculated by dividing the subscription amount you have selected by the Price, rounded down.

Once an application has been made it cannot be revoked. All Application Forms must be received by the **Closing Date of Friday, 29 May 2020**. If the exact amount of money is not tendered with your application, the Company reserves the right to either:

- (a) return your Application Form and/or payment and not allot any Shares to you; or
- (b) allot to you the number of Shares that would have been allotted had you applied for the highest designated amount that is less than the amount of your payment and refund the excess application money to you by cheque as soon as possible, without interest.

## Multiple Holdings

The maximum investment any Eligible Shareholder may apply for will remain \$20,000 even if an Eligible Shareholder receives more than one Offer (whether in respect of a joint holding or because the Eligible Shareholder has more than one holding under a separate account). It is the responsibility of the applicant to ensure that the aggregate of the application price paid for the Shares the subject of the application and any other shares and interests in the class applied for by that applicant under the Plan or any similar arrangement in the 12 months prior to the date of submissions does not exceed \$30,000.

## Custodians and Nominees

Eligible Shareholders who hold Shares as Custodian or Nominee (**Custodian**) for one or more persons on the Record Date (**Beneficiary**) may apply for up to a maximum amount of \$20,000 worth of Shares in respect of each Beneficiary who is resident in Australia or New Zealand, subject to providing a Custodian Certificate to the Company, as described in the Terms and Conditions enclosed with this letter. Please refer to the Terms and Conditions for more details.

## Relationship of Issue Price with Market Price

On 8 May 2020, being the last trading day immediately prior to the announcement date of the Offer, the closing price of the Shares traded on ASX was \$0.093. The market price of Shares in the Company may rise and fall between the date of the Offer and the date that any Shares are issued to you as a result of your application under this Offer.

By making an application under this Offer and applying for Shares under the Plan, each Eligible Shareholder will be acknowledging that although the Price is at a discount, Shares are a speculative investment and the price of Shares on ASX may change between the date of the Company announcing its intention to make an Offer and the date of issue of Shares under that Offer and that the value of the Shares received under the Plan may rise or fall accordingly.

The Board recommends that you obtain your own financial and taxation advice in relation to the Offer and consider price movements of Shares in the Company prior to making an application under this Offer.

## Additional Information and Important Dates

The offer of Shares under the Plan is made in accordance with ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 and therefore does not require a prospectus for the purposes of Chapter 6D of the *Corporations Act 2001* (Cth) (**Corporations Act**).

The Offer cannot be transferred, and the Directors of the Company reserve the right in their absolute discretion to reject or scale back any application. Shares allotted under the Plan will be issued no later than 10 business days after the Closing Date of the Offer. Application for quotation on ASX of the new Shares will be made immediately following the issue of those Shares.

The maximum amount proposed to be raised under the Offer is \$1,600,000. The Company, however, reserves absolute discretion regarding the final amount raised under the Offer and reserves the right to accept additional applications subject to shareholder demand and compliance with the ASX Listing Rules.

Under the ASX Listing Rules, the maximum number of Shares which can be issued under the Plan is limited to 30% of the Company's existing issued share capital – being a maximum 123,783,380 Shares.

The Company will undertake scale backs where applications under the Plan exceed the Offer amount and/or represent more than 30% of that number of Shares already on issue. Scale back decisions are made by the Board in its absolute discretion and are final.

Scale-back for Shares held by Custodians will be applied at the level of the underlying Beneficiary. Directors may also, in their absolute discretion, decide to increase acceptances in the event of oversubscriptions.

If the Company rejects or scales-back an application or purported application, the Company will promptly return to the shareholder the relevant application monies, without interest.

## Foreign offer restrictions

This document may not be released or distributed in any country other than Australia and New Zealand. This document does not constitute an offer to sell, or a solicitation of an offer to buy, securities in any other country. In particular, any securities described in this document have not been, and will not be, registered under the US

**ST GEORGE MINING LIMITED ACN 139 308 973**

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Securities Act of 1933 (as amended) and may not be offered or sold in the United States except in transactions exempt from, or not subject to, registration under the US Securities Act and applicable US state securities laws.

### **New Zealand Shareholders**

The Shares offered under the Plan are not being offered or sold to the public within New Zealand other than to existing shareholders of the Company with registered addresses in New Zealand and to whom the Offer is being made in reliance on the *Financial Markets Conduct (Incidental Offers) Exemption Notice 2016 (as amended)* (New Zealand).

This document has not been registered, filed with or approved by any New Zealand regulatory authority under the *Financial Markets Conduct Act 2013* (New Zealand). This document is not an investment statement or prospectus under New Zealand law and is not required to, and may not, contain all the information that an investment statement or prospectus under New Zealand law is required to contain.

### **Shortfall Placement**

In the event that less than \$1,600,000 is applied for under the Plan, the full amount of the shortfall may be placed at the discretion of the Board subject to compliance with all necessary legal requirements. The Company confirms that any issue of shortfall will be placed subject to the Company's compliance with ASX Listing Rule 7.1 and/or 7.1A at the time of issue. Where the shortfall exceeds the Company's available placement capacity, the shortfall will only be placed if shareholder approval is obtained.

### **Indicative Timetable**

Record Date for Share Purchase Plan	Friday, 8 May 2020
Announce Share Purchase Plan, lodge Appendix 3B	Monday, 11 May 2020
Lodge Cleansing Notice	Tuesday, 12 May 2020
Dispatch Share Purchase Plan booklet to shareholders and release Offer Letter on the ASX	Tuesday, 12 May 2020
Opening date for Share Purchase Plan	Wednesday, 13 May 2020
Closing date for Share Purchase Plan	Friday, 29 May 2020
Announcement of result of Share Purchase Plan	Wednesday, 3 June 2020
Issue of new Shares under the Share Purchase Plan, Lodge Appendix 2A	Tuesday, 9 June 2020
Quotation on ASX of new Shares under the Share Purchase Plan	Wednesday, 10 June 2020

**These dates are indicative only. The Company may vary the dates and times of the Offer without notice. Accordingly, shareholders are encouraged to submit their Application Forms as early as possible.**

Should you wish to discuss any information contained in this letter further, do not hesitate to contact SGQ's Company Secretary, Sarah Shipway on 0437 220 697 or email [sarah.shipway@stgm.com.au](mailto:sarah.shipway@stgm.com.au).

Yours faithfully

**John Prineas**  
**Executive Chairman**  
**ST GEORGE MINING LIMITED**

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## ST GEORGE MINING LIMITED ACN 139 308 973

### Share Purchase Plan - Terms and Conditions

#### Purpose

The purpose of the Share Purchase Plan (**the Plan**), which will be conducted in conjunction with the Placement, is to offer shareholders of St George Mining Limited (**SGQ** or **the Company**) the opportunity to acquire additional fully paid ordinary shares in the Company (**Shares**) up to a maximum of \$20,000 and a minimum of \$2,000 worth of Shares.

The issue price of \$0.08 per Share under the Plan will be at a discount of 13.17% to the volume weighted average market price of the Shares over the last 5 trading days on which sales in the Shares were recorded on the financial market operated by ASX Limited (**ASX**) before the day on which the Plan was announced, which was \$0.0921.

The Company seeks to raise a maximum of \$1,600,000 under the Plan. The Shares will be issued without the need to pay brokerage costs and without the need for the Company to issue a prospectus. The Plan is governed upon such terms and conditions as the board of directors of the Company, in its absolute discretion, sees fit.

#### No Financial Advice

This document does not provide financial advice and has been prepared without taking account of any person's investment objectives, financial situation or particular needs. You should consider the appropriateness of participating in the Plan having regard to your investment objectives, financial situation or particular needs. Shareholders should seek independent financial and taxation advice before making any investment decision in relation to these matters.

#### Shareholders Eligible to Participate

Holders of Shares that are registered with an Australian or New Zealand address at the Record Date are eligible shareholders (**Eligible Shareholders**) and may participate in the Plan, unless such registered shareholder holds Shares on behalf of another person who resides outside Australia or New Zealand. Due to foreign securities laws, it is not practical for shareholders (or beneficial shareholders) resident in other countries to be offered the opportunity to participate in the Plan.

Participation in the Plan is optional and is subject to these Terms and Conditions. Offers made under the Plan are non-renounceable (i.e. Eligible Shareholders may not transfer their rights to any Shares offered under the Plan). Eligible Shareholders who wish to take up Shares issued under the Plan agree to be bound by the Company's constitution in respect of Shares issued under the Plan.

An offer may, at the discretion of the directors of the Company (**Directors**), be made under the Plan once a year. The maximum amount which any shareholder may subscribe for in any consecutive 12-month period is \$30,000. The Directors may also determine in their discretion the minimum amount for participation, the multiple of Shares to be offered under the Plan and the period the offer is available to Eligible Shareholders.

#### Custodians, trustees and nominees

If you are an Eligible Shareholder and hold Shares as a custodian (as defined in ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 (**ASIC CI 2019/547**) (refer below) (**Custodian**) or in any more specific ASIC relief granted to the Company in relation to the Plan), you may apply for up to \$20,000 worth of new Shares for each beneficiary for whom you act as custodian provided you complete and submit, together with an Application Form, a certificate (**Custodian Certificate**) with the following information:

- (a) that you held Shares on behalf of:
  - (i) one or more other persons that are not custodians; and/or

- (ii) another custodian (**Downstream Custodian**) that holds beneficial interests in Shares on behalf of one or more other persons who are resident in Australia or New Zealand, to which those beneficial interests relate,

(each a **Participating Beneficiary**) at the Record Date who have subsequently instructed you, and/or the Downstream Custodian, to apply for Shares under the Plan on their behalf;

- (b) the number of Participating Beneficiaries and their names and addresses;
- (c) the number of Shares that you hold on behalf of each Participating Beneficiary;
- (d) the number or dollar amount of Shares that each Participating Beneficiary has instructed you, either directly or indirectly through a Downstream Custodian, to apply for on their behalf;
- (e) that the application price for Shares applied under the Offer for each Participating Beneficiary for whom you act in addition to the application price for any other Shares issued to you as custodian (as a result of instruction given to you as Custodian or a Downstream Custodian) for that Participating Beneficiary under any arrangement similar to the Plan in the prior 12 months does not exceed \$30,000;
- (f) that a copy of the written offer document was given to each Participating Beneficiary; and
- (g) where you hold Shares on behalf of a Participating Beneficiary indirectly, through one or more Downstream Custodians, the name and address of each Downstream Custodian.

For the purposes of ASIC CI 2019/547 you are a '**Custodian**' if you provide a custodial or depository service in relation to shares of a body or interests in a registered scheme and you:

- (a) hold an Australian financial services licence covering the provision of a custodial or depository service;
- (b) are exempt from the requirement to hold an Australian financial services licence covering the provision of a custodial or depository service;
- (c) hold an Australian financial services licence covering the operation of an IDPS or is a responsible entity of an IDPS-like scheme;
- (d) are a trustee of a self-managed superannuation fund or a superannuation master trust; or
- (e) are a registered holder of shares or interests in the class and is noted on the register of members of the body or scheme as holding the shares or interests on account of another person.

If you hold Shares as a trustee or nominee for another person or persons but are not a Custodian as defined above, you cannot participate for beneficiaries in the manner described above. In this case, the rules for multiple single holdings (above) apply.

Custodians should request a Custodian Certificate when making an application on behalf of Participating Beneficiaries. To request a Custodian Certificate and if you would like further information on how to apply, you should contact the Company's share registry at any time from 8.30am to 5.00pm (WST time) Monday to Friday during the Offer period.

The Company reserves the right to reject any application for Shares to the extent it considers that the application (whether alone or in conjunction with other applications) does not comply with these requirements. The Company reserves the right to reject applications in accordance with these Terms and Conditions.

## Price of Shares

The price of Shares to be issued under the Plan is \$0.08 which represents a discount of 13.17% of the volume weighted average market price for the Shares over the last 5 trading days on which sales in the Shares were recorded before the day on which the issue was announced, being \$0.0921.

## Applications and Notices

At the discretion of the Directors, the Company will send Eligible Shareholders a letter of offer and acceptance procedures, inviting them to subscribe for Shares under the Plan, and accompanied by these Terms and Conditions of the Plan and an Application Form. Applications will not be accepted after the closing date of the Offer. Over-subscriptions to an offer may be refunded without interest.

Notices and statements made by the Company to participants may be given in any manner prescribed by its Constitution.

## Acknowledgement

By returning an Application Form with a bank draft, money order or making a payment via BPAY, you:

- (a) irrevocably and unconditionally agree to the terms and conditions of the Plan and the terms and conditions of the Application Form and agree not to do any act or thing that would be contrary to the spirit, intention or purpose of the Plan;
- (b) warrant that all details and statements in your application are true and complete and not misleading;
- (c) agree that your application will be irrevocable and unconditional (that is, it cannot be withdrawn even if the market price of the Shares is less than the Price);
- (d) warrant that you are an Eligible Shareholder and are eligible to participate in the Plan;
- (e) acknowledge that no interest will be paid on any application monies held pending the issue of Shares under the Plan or subsequently refunded to you for any reason;
- (f) acknowledge that the Company and its officers and agents, are not liable for any consequences of the exercise or non-exercise of its discretions referred to in these terms and conditions;
- (g) acknowledge and agree that if you are acting as a trustee, nominee or Custodian, each beneficial holder on whose behalf you are participating is resident in Australia or New Zealand, and you have not sent these Terms and Conditions, an Offer Document, or any materials relating to the Plan, to any person outside Australia and New Zealand;
- (h) if you are applying on your own behalf (and not as a Custodian), acknowledge and agree that:
  - (i) you are not applying for Shares with an application price of more than \$30,000 under the Plan (including by instructing a Custodian to acquire Shares on your behalf under the Plan); and
  - (ii) the total of the application price for the following does not exceed \$30,000:
    - (A) the Shares the subject of the application;
    - (B) any other Shares issued to you under the Plan or any similar arrangement in the 12 months before the application (excluding Shares applied for but not issued);
    - (C) any other Shares which you have instructed a Custodian to acquire on your behalf under the Plan; and

- (D) any other Shares issued to a Custodian in the 12 months before the application as a result of an instruction given by you to the Custodian to apply for Shares on your behalf under an arrangement similar to the Plan.
- (i) if you are a Custodian and are applying on behalf of a Participating Beneficiary on whose behalf you hold Shares, acknowledge and agree that:
  - (i) you are a Custodian (defined above);
  - (ii) you hold Shares (directly or indirectly) on behalf of one or more Participating Beneficiaries;
  - (iii) you held Shares on behalf of the Participating Beneficiary as at the Record Date who has instructed you to apply for Shares on their behalf under the Plan;
  - (iv) each Participating Beneficiary on whose behalf you are applying for Shares has been given a copy of this document;
  - (v) the application price for the Shares applied for on behalf of the Participating Beneficiary, and any other Shares applied for on their behalf under a similar arrangement in the previous 12 months (excluding shares applied for but not issued), does not exceed \$30,000; and
  - (vi) the information in the Custodian Certificate submitted with your Application Form is true, correct and not misleading;
- (j) agree to be bound by the constitution of the Company (as amended from time to time);
- (k) acknowledge that none of the Company, its advisers or agents, has provided you with any financial product or investment advice or taxation advice in relation to the Plan, or has any obligation to provide such advice; and
- (l) authorise the Company, and its officers and agents, to correct minor or easily rectified errors in, or omissions from, your Application Form and to complete the Application Form by the insertion of any missing minor detail.

### **Placement of Shortfall**

Any shortfall from the Offer may be placed at the discretion of the Directors. The Company confirms that any issue of shortfall will be subject to shareholder approval, and otherwise subject to the Company's compliance with ASX Listing Rules 7.1 and 7.1A at the time of issue.

### **Issue of Shares**

Shares to be issued under the Plan will be issued as soon as reasonably practicable after the closing date specified by the Directors of the Company in the relevant offer.

Shares issued under the Plan will rank equally in all respects with all other fully paid ordinary shares in the capital of the company from the date of issue.

Shareholding statements or CHES notification will be issued in respect of all Shares issued under the Plan. The Company will, promptly after the issue of Shares under the Plan, make application for those Shares to be listed for quotation on the official list of ASX.

### **Modification and Termination of the Plan**

The Company may modify or terminate the Plan at any time. The Company will notify ASX of any modification to, or termination of, the Plan. The omission to give notice of any modification to, or termination of, the Plan or the failure of ASX to receive such notice will not invalidate the modification or termination.

### **ST GEORGE MINING LIMITED ACN 139 308 973**

Without limiting the above, the Company may issue to any person fewer Shares than the person applied for under the Plan if the issue of Shares applied for would contravene any applicable law or the Listing Rules of ASX.

### **Raising Amount and Scale back**

The Company seeks to raise a maximum of \$1,600,000 under the Plan. However, the maximum number of Shares that can be issued in accordance with the ASX Listing Rules is 123,783,380. The Company reserves absolute discretion regarding the final amount raised under the Plan.

In the event of an oversubscription by the Closing Date the Directors may, in their absolute discretion, scale-back all applications. If the Company rejects or scales-back an application or purported application, the Company will promptly return to the shareholder the relevant application monies, without interest.

### **Dispute Resolution**

The Company may, in any manner it thinks fit, settle any difficulties, anomalies or disputes which may arise in connection with or by reason of the operation of the Plan, whether generally or in relation to any participant, application or Shares. The decision of the Company in this respect will be conclusive and binding on all shareholders and other persons to whom that determination relates.

The Company reserves the right to waive strict compliance with any provision of these terms and conditions. The powers of the Company under these conditions may be exercised by the directors of the Company or any delegate of the directors of the Company.

### **Questions and Contact Details**

If you have any questions regarding the Plan or how to deal with this Offer, please contact your stockbroker or professional adviser or Sarah Shipway, Company Secretary on 0437 220 697.



SGQ  
MR SAM SAMPLE  
123 SAMPLE STREET  
SAMPLETOWN VIC 3000

## For all enquiries:

**Phone:**  
 Company Secretary on 0437 220 697

**Web:**  
 [www.investorcentre.com/contact](http://www.investorcentre.com/contact)

## Make your payment:

 See overleaf for details of the Offer and how to make your payment

# Share Purchase Plan Application Form

 **Your payment must be received by 5:00pm (WST) on Friday, 29 May 2020**

This is an important document that requires your immediate attention.

It can only be used in relation to the shareholding represented by the details printed overleaf. If you are in doubt about how to deal with this form, please contact your financial or other professional adviser.

By making payment you agree to be bound by the Constitution of St George Mining Limited and that the submission of this payment constitutes an irrevocable offer by you to subscribe for St George Mining Limited shares on the terms of the Share Purchase Plan (SPP).

In addition, by making payment you certify that the aggregate of the application price paid by you for:

- the New Shares the subject of the payment slip overleaf; and
- any other shares and interests in the class applied for by you under the SPP or any similar arrangement in the 12 months prior to the date of submission of the payment, does not exceed \$20,000.

St George Mining Limited may make determinations in any manner it thinks fit, in relation to any difficulties which may arise in connection with the SPP whether generally or in relation to any participant or application.

Any determinations by St George Mining Limited will be conclusive and binding on all Eligible Shareholders and other persons to whom the determination relates. St George Mining Limited reserves the right to waive strict compliance with any provision of the terms and conditions of the SPP, to amend or vary those terms and conditions or to suspend or terminate the SPP at any time. Any such amendment, suspension or termination will be binding on all Eligible Shareholders even where St George Mining Limited does not notify you of that event.

## Step 1: Registration Name & Offer Details

Details of the shareholding and the Offer are shown overleaf.

Please check the details provided and update your address via [www.investorcentre.com](http://www.investorcentre.com) if any of the details are incorrect.

If you have a CHESS sponsored holding, please contact your Controlling Participant to notify a change of address.

## Step 2: Make Your Payment

Your payment must correspond to one of the options detailed overleaf. You may choose one option only. Note that the amount chosen may be subject to scale back in accordance with the terms of the SPP.

Choose one of the payment methods shown below.

**BPAY®:** See overleaf. Do not return the payment slip with BPAY payment.

**By Mail:** Complete the reverse side of this payment slip and detach and return with your payment. Make your cheque, bank draft or money order payable in Australian dollars to "**St George Mining Limited**" and cross "**Not Negotiable**". The cheque must be drawn from an Australian bank. Cash is not accepted.

Payment will be processed on the day of receipt and as such, sufficient cleared funds must be held in your account as cheques received may not be re-presented and may result in your Application being rejected. Paperclip (do not staple) your cheque(s) to the payment slip. Receipts will not be forwarded. Funds cannot be debited directly from your account.

Entering your contact details is not compulsory, but will assist us if we need to contact you.

St George Mining Limited Share Purchase Plan Application Form  
Payment must be received by 5:00pm (WST) on Friday, 29 May 2020

© Registered to BPAY Pty Limited ABN 69 079 137 518

**Turn over for details of the Offer →**

# Share Purchase Plan Application Form

X 9999999991

IND

## STEP 1

### Registration Name & Offer Details

 For your security keep your SRN/  
HIN confidential.

Registration Name: MR SAM SAMPLE  
123 SAMPLE STREET  
SAMPLETOWN VIC 3000

Entitlement No: 12345678

Offer Details: Record date: **5:00pm (WST) on Friday, 8 May 2020**

Minimum value available to purchase: **\$2,000**

Maximum value available to purchase: **\$20,000**

## STEP 2

### Make Your Payment by 5:00pm (WST) on Friday, 29 May 2020

To avoid postal delay make your payment via **BPAY** either online or by phone with your bank using the payment details below.

#### BPAY



Biller Code: 316927  
Ref No: 1234 5678 9123 4567 89

Contact your financial institution to make your payment from your cheque or savings account.

#### Cheque, bank draft or money order



Make your cheque, bank draft or money order payable to "**St George Mining Limited**" and cross "**Not Negotiable**".

Return your payment with the below payment slip to:  
**Computershare Investor Services Pty Limited**  
**GPO BOX 505 Melbourne Victoria 3001 Australia**

#### BPAY

Neither Computershare Investor Services Pty Limited (CIS) nor St George Mining Limited Limited accepts any responsibility for loss incurred through incorrectly completed BPAY payments. It is the responsibility of the applicant to ensure that funds submitted through BPAY are received by this time. Eligible Shareholders should use the customer reference number shown on this Application Form when making a BPAY payment.

#### MAIL

Neither CIS nor St George Mining Limited Limited accepts any responsibility if you lodge the payment slip below at any other address or by any other means.

#### Privacy Notice

The personal information you provide on this form is collected by CIS, as registrar for the securities issuer (the **issuer**), for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. In addition, the issuer may authorise us on their behalf to send you marketing material or include such material in a corporate communication. You may elect not to receive marketing material by contacting CIS using the details provided above or emailing [privacy@computershare.com.au](mailto:privacy@computershare.com.au). We may be required to collect your personal information under the Corporations Act 2001 (Cth) and ASX Settlement Operating Rules. We may disclose your personal information to our related bodies corporate and to other individuals or companies who assist us in supplying our services or who perform functions on our behalf, to the issuer for whom we maintain securities registers or to third parties upon direction by the issuer where related to the issuer's administration of your securityholding, or as otherwise required or authorised by law. Some of these recipients may be located outside Australia, including in the following countries: Canada, India, New Zealand, the Philippines, the United Kingdom and the United States of America. For further details, including how to access and correct your personal information, and information on our privacy complaints handling procedure, please contact our Privacy Officer at [privacy@computershare.com.au](mailto:privacy@computershare.com.au) or see our Privacy Policy at [www.computershare.com/au/privacy-policies](http://www.computershare.com/au/privacy-policies).

Detach here

### Purchase Details for St George Mining Limited (choose one option)

\$2,000 worth of securities OR  \$5,000 worth of securities OR  \$10,000 worth of securities  
 \$15,000 worth of securities OR  \$20,000 worth of securities



Entitlement No: 12345678

MR SAM SAMPLE  
123 SAMPLE STREET  
SAMPLETOWN VIC 3000



BPAY is the most efficient and secure form of payment. Your BPAY payment details are shown above.

#### Contact & Cheque Details

Contact Name \_\_\_\_\_ Daytime Telephone \_\_\_\_\_

Drawer	Cheque Number	BSB Number	Account Number	Amount of Cheque
				A\$

123456789123456789+000000001-3051+14