

**Form 604**

Corporations Act 2001

Section 671B

**Notice of change of interests of substantial holder**To Company Name/Scheme **Nex Metals Explorations Ltd ("NME")**ACN/ARSN **63 124 706 449****1. Details of substantial holder (1)**

Name **Metalicity Limited (ACN 086 839 992) and each of Metalicity Limited's subsidiaries set out in Annexure "B" (Metalicity Limited Group Entities)**

ACN/ARSN (if applicable) **as above**

There was a change in the interests of the substantial holder on

**4/11/2021**

The previous notice was given to the company on

**29/10/2021**

The previous notice was dated

**29/10/2021****2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
<b>Fully Paid Ordinary Shares ("ORD")</b>	<b>15,617,221</b>	<b>5.85%</b>	<b>32,788,293</b>	<b>12.28%</b>

**3. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
<b>See Annexure A</b>	<b>Metalicity Limited</b>	<b>Acquisition of relevant interests arising by virtue of acceptances of offers dated 14 October 2021 under Metalicity Limited's off-market takeover bid for all of the ordinary shares on issue in NME on the terms and conditions set out in the bidders</b>	<b>The Offer consideration as set out in the Bidder's Statement</b>	<b>See Annexure A</b>	<b>See Annexure A</b>

		statement dated 24 September 2021 (Bidder's Statement) (the Offer)			

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Metalicity Limited	NME shareholders to whom the Offer was made and who have accepted the Offer or Metalicity Limited (as applicable)	Subject to the terms and conditions of the Offer, Metalicity Limited	Relevant interest arising by virtue of section 608(3) of the Corporations Act 2001 (Cth) and section 608(1) and/or section 608(8) of the Corporations Act 2001 (Cth) as applicable with respect to acceptances under the Offer. The NME shares which are the subject of acceptances under the Offer may not yet have been transferred to, or registered in the name of Metalicity Limited	28,714,352 ORD	10.75% (based on NME shares on issue of 267,014,768)
Kym Mining Pty Ltd	Kym Mining Pty Ltd	Kym Mining Pty Ltd	Has a relevant interest by virtue of section 608(1)(a) of the Corporations Act as the registered holder of the shares	4,073,941 ORD	1.53% (based on NME shares on issue of 267,014,768)
Metalicity Limited Group Entities excluding Kym Mining Pty Ltd	N/A	N/A	Nil	Nil	Nil

#### 5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the

substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	

## 6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
<b>Metalicity Limited</b>	<b>Unit B2, 20 Tarlton Crescent Perth Airport WA 6105</b>
<b>Metalicity Limited Group Entities</b>	<b>Unit B2, 20 Tarlton Crescent Perth Airport WA 6105</b>

## Signature

print name      **Nicholas Day**      capacity      **Company Secretary**

sign here            date      **5/11/2021**

## DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

**METALICITY LIMITED (MCT) TAKEOVER OFFER FOR ORDINARY SHARES IN NEX METALS EXPLORATIONS LIMITED (NME) - DAILY REPORT - DAILY REPORT**

DATE	CHESS ACCEPTANCES		ISSUER ACCEPTANCES		WITHDRAWALS		TOTAL ACCEPTANCES		
4/11/2021	No. of Holders	No. of Securities	No. of Holders	No. of Securities	No. of Holders	No. of Securities	No. of Holders	No. of Securities	Securites (%)
14/10/2021	-	-	-	-			-	-	0.00%
15/10/2021							-	-	0.00%
18/10/2021							-	-	0.00%
19/10/2021							-	-	0.00%
20/10/2021							-	-	0.00%
21/10/2021							-	-	0.00%
22/10/2021	1	1,438					1	1,438	0.00%
25/10/2021							-	-	0.00%
26/10/2021	2	459,451					2	459,451	0.17%
27/10/2021	2	499,178					2	499,178	0.19%
28/10/2021	52	10,337,213	8	246,000			60	10,583,213	3.96%
29/10/2021	2	583,725					2	583,725	0.22%
1/11/2021	1	332,774					1	332,774	0.12%
2/11/2021	21	831,918	3	158,000			24	989,918	0.37%
3/11/2021							-	-	0.00%
4/11/2021	50	14,764,668	18	499,987			68	15,264,655	5.72%
5/11/2021							-	-	0.00%
8/11/2021							-	-	0.00%
9/11/2021							-	-	0.00%
<b>OVERALL TOTALS</b>	131	27,810,365	29	903,987	-	-	160	28,714,352	10.75%

This is Annexure A of 1 page (including this page) referred to in Form 604 "Notice of change of interests of substantial holder" for Metalicity Limited and its group entities dated 5/11/2021



Nick Day  
Capacity: Company Secretary  
Dated: 5/11/2021



## Annexure B

Company Schedule			
Holder of Relevant Interest	ACN	Domicile	Holding
KYM Mining Pty Ltd Australia	632 846 694	Australia	100%
Metalicity Energy Pty Ltd	612 285 908	Australia	100%
Kimberley Mining Limited	N/A	Canada	~80.3%
Ridgecape Holdings Pty Ltd	617 267 455	Australia	~80.3%
Kimberley Mining Australia Pty Ltd	625 152 285	Australia	~80.3%
Kimberley Mining Holdings Pty Ltd	626 692 279	Australia	~80.3%

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Nick Day

Capacity: Company Secretary

Dated: 5/11/2021